BATMAN

Screenplay

by

Sam Hamm

Based on the character

created by

Bob Kane

PRINT RUN

952 Gayley Ave
Westwood CA 90024

FADE IN:

EXT. CITYSCAPE - NIGHT

The place is Gotham City. The time, 1989 -- once removed.

The City of Tomorrow: stark angles, creeping shadows, dense, crowded, airless, a random tangle of steel and concrete, self-generating, almost subterranean in its aspect -- as if hell had erupted through the sidewalks and kept on growing. A dangling fat moon shines overhead, ready to burst.

2. **EXT. CATHEDRAL - NIGHT**

Amid the chrome and glass sits a dark and ornate Gothic anomaly: old City Cathedral, once grand, now abandoned -- long since boarded up and scheduled for demolition.

On the rooftop far above us, STONE GARGOYLES gaze down from their shadowy, windswept perches, keeping monstrous watch over the distant streets below, sightless guardians of the Gotham night.

One of them is moving.

3. **EXT. GOTHAM SQUARE - NIGHT**

The pulsing heart of downtown Gotham, a neon nightmare of big-city corruption, almost surreal in its oppressiveness. Pushers wave to hookers. Street hustlers slap high-fives with three-card monte dealers. They all seem to know each other . . . with one conspicuous exception:

A TOURIST FAMILY, Mom, Dad, and little Jimmy, staring straight ahead as they march in perfect lockstep down the main drag. They've just come out of a hit show two blocks over; the respectable theatre crowd has thinned out, and now -- Playbills in hand -- they find themselves adrift in the predatory traffic of Gotham's meanest street.

MOM
For God's sake, Harold, can we please just get a taxi??

DAD
I'm trying to get a --
(shouting)
TAXI!!

Three cabs streak past and disappear. MOM grimaces in frustration as LITTLE JIMMY consults a subway map.

JIMMY
We're going the wrong way.

Nearby, STREET TYPES are beginning to snicker. DAD surveys them nervously, gestures toward the subway map.

DAD
Put that away. We'll look like tourists.

TWO COPS lean on their patrol car outside an all-night souvlaki stand, sipping coffee and chatting with a HOOKER. The HOOKER smiles at JIMMY. JIMMY smiles back. MOM yanks him off down the street and glowers at DAD.

DAD (cont.)
We'll never get a cab. Let's cut over to Seventh.

JIMMY
Seventh is that way.

DAD
I know where we are!

4. **EXT. SIDE STREET - THAT MOMENT - NIGHT**

A deserted access street lined with the husks of stripped-down cars. MOM, DAD, and JIMMY take a deep breath and march into the darkness.

VOICE
Hey, mister. Gimme a dollar?

The VOICE belongs to a DERELICT -- nineteen or twenty, acne-scarred -- who sits between two garbage cans, his palm outstretched. MOM, DAD and JIMMY stare at his ratty t-shirt -- 'I LOVE GOTHAM CITY' -- then move on, pretending not to hear.

DERELICT
Mister. How about it. One dollar?
(standing up)
One dollar, man. Are you deaf? Are you deaf? --
Do you speak English??

The TOURISTS cross the street. Mercifully, the DERELICT doesn't follow.

They pick up their pace. They don't see the SHADOWY FIGURE in the alleyway. They don't see the GUN until a GLOVED HAND brings it down, butt-first, across the back of DAD's neck.

He crumples. MOM grabs JIMMY and backs up against a brick wall, too terrified to scream. The DERELICT races across the street to join his confederate, the STREET PUNK, who's already searching for DAD's wallet.

MOM gasps in panic. She's just about ready to snap -- until the STREET PUNK trains his gun on JIMMY.

STREET PUNK
Do the kid a favor, lady. Don't scream.

The poor woman is horrified. TEARS stream down her face. But she keeps her wits, stifles the urge to shriek, and hustles JIMMY off down the street.

The two PUNKS watch -- then chuckle and race off in the opposite direction.

5. **EXT. ROOFTOP - NIGHT**

Six stories up. The PUNKS -- NICK and EDDIE -- hunker down on the tar-and-gravel roof, sizing up their take. NICK empties the wallet:

NICK
All right. The Gold Card.
(tossing the credit card at EDDIE)
Don't leave home without it.

A chill wind whips across the roof as NICK extracts the cash and counts it. There's a distant, metallic CLANG; EDDIE hears it and tenses up.

EDDIE
Let's beat it, man. I don't like it up here.

NICK
What are you, scared of heights?

EDDIE
I dunno. After what happened to Johnny Gobs --

NICK
Look, Johnny Gobs got ripped and walked off a roof, all right? No big loss.

EDDIE
No, man. That ain't what I heard at all.
(beat)
I heard the bat got him.

NICK
Gimme a break, will you? Shut up.

EDDIE
Five stories, straight down. There was no blood in the body.

NICK
No shit. It was all over the pavement.

NICK has no patience with EDDIE's campfire tales -- but here on the roof, in the pale moonlight, he can't ignore the slight tingle at the base of his spine . . .

EDDIE
There was no blood, man.
(beat)
My brother says . . . all the bad things you done . . . they come back and haunt you . . .

NICK
God! How old are you? There ain't no bat.

EDDIE
My brother's a priest, man.

NICK
No wonder you're such a chickenshit. Shut up.
(conclusively)
There ain't no bat.

As they speak our attention shifts to a point at the opposite corner of the roof, some fifteen yards away . . . where, at the end of a line, a STRANGE BLACK SILHOUETTE is dropping slowly, implacably, into frame . . .

EDDIE
You shouldn'ta turned the gun on that kid, man. You shouldn'ta --

NICK
Do you want this money or don't you? Now shut up! Shut up --

BOTH PUNKS FREEZE at the sudden, inexplicable sound of BOOTS CRUNCHING ON GRAVEL. They turn slowly. Their JAWS DROP.

At the edge of the roof, bathed in moonlight -- is a BLACK APPARITION.

EDDIE stands rooted to the spot, a choked gurgle in his throat. The BLACK FIGURE advances and spreads its arms, slowly, majestically. GREAT SHADOWY WINGS flap in the wind.

On its chest is THE EMBLEM OF A BAT, in an oval yellow field, glowing like a target in the darkness . . .

NICK drops to the gravel, grabs the gun, and FIRES TWICE. TWO CLEAN HITS. The strange black figure is knocked bodily to the roof.

NICK
I'm gettin' outta here.

He bends to retrieve his loot. EDDIE lets out an odd, pre-verbal squeal . . .

. . . and NICK sees THE HUMAN BAT, BACK ON ITS FEET, NIGHTMARISH, UNDEAD, MOVING SLOWLY AND INEVITABLY CLOSER.

Panic. Sheer, raw, unrelenting panic. Stolen money flutters out of NICK's hands as he scuttles frantically across the roof. The BLACK SPECTRE is blocking his path to the fire escape. Trapped like a rat, NICK FIRES WILDLY.

EDDIE is frozen in place, his face drained of blood. The BAT treads calmly past. A LEG snakes out. A BLACK BOOT catches EDDIE high on the chest --

-- LIFTS HIM CLEANLY OFF HIS FEET --

-- AND SENDS HIM FLYING THROUGH THE AIR. EDDIE slams into a brick chimney and slumps to the roof unconscious, a broken, weightless puppet.

THIS ACTION IS SO SMOOTH, SO AUTOMATIC, THAT THE BAT DOES NOT EVEN BREAK HIS STRIDE. NICK sees his chance and CHARGES past the black wraith, scrambling toward the fire escape . . .

A GLOVED HAND slices through the air, and NICK pitches forward, his legs ensnared in a tangle of WIRES. Screaming now, he drags himself across the gravel roof, the looming figure of the BAT at his heels . . .

. . . until there's no place left to go. NICK cowers on the ledge, his pants torn, his hands and knees bloody. He has dissolved into total mindless hysteria.

Almost by reflex, NICK keeps shooting. He'd do better if he could manage to open his eyes. By now the hammer is falling on an empty chamber, but NICK continues, obsessively, to pull the trigger. He weeps; he moans; he wails . . .

THE BAT grabs NICK by the shirt, and with supernatural ease HOISTS HIM into the air.

NICK
Don't kill me . . . don't kill me . . .

When NICK finally opens his eyes, he realizes THE BAT is standing on the ledge of the roof -- HOLDING HIM OUT, at arm's length, over six stories of nothingness. The black ghost speaks, in a rasping whisper:

BATMAN
I won't kill you. I want you to do me a favor.

NICK looks down. Far, far below, CARS wink silently past.

He looks up. And sees, in the mirrored lenses where BATMAN's eyes should be, the twin reflections of his own stricken face.

BATMAN (cont.)
Tell your friends. Tell all your friends.

NICK HOWLS. Almost as an afterthought, THE BATMAN heaves him roughly back onto the tar-and-gravel surface of the roof. And then -- casually, without a moment's hesitation -- STEPS OFF THE LEDGE, INTO MIDAIR.

Trembling, NICK crawls to the ledge and looks over . . . finding ABSOLUTELY NO TRACE of the Batman.

NICK is still screaming as we PAN UP to the bilious yellow globe of Gotham's moon. MAIN CREDITS ROLL:

BATMAN

CUT TO:

6. **INT. GOTHAM CITY DEMOCRATS' CLUB - NIGHT**

A CAMPAIGN POSTER fills one wall: "A NEW GOTHAM. HARVEY DENT FOR DISTRICT ATTORNEY." Down below, the man himself -- determined, dynamic HARVEY DENT -- addresses a crowd from behind his podium.

DENT
Across this nation, the words 'Gotham City' are synonymous with crime. Our streets are overrun, but our public officials do nothing. Ladies and gentlemen, we must attack corruption at the root!

7. **REVERSE ANGLE - THE AUDIENCE**

Civic-minded politicos in fund-raiser finery. They applaud wildly. They've just paid $500 a plate for a chicken dinner, and by God they're going to enjoy this.

Tuxedoed WAITERS move among the tables, refilling water glasses. As they do, we SEE an EMPTY PLACE SETTING -- the only one in the hall. Some well-meaning moneybags has laid out half a grand and then neglected to show up.

The engraved placecard reads: BRUCE WAYNE.

8. **ANGLE ON DENT**

DENT
If elected, my first act as district attorney will be to return an indictment against Boss Carl Grissom!

CUT TO:

9. **INT. APARTMENT - NIGHT**

A woman's apartment, decorated in pastel pinks and mauves. Original paintings and sculptures everywhere. The place reeks of money.

In the foreground: a MAN'S HAND, long, elegant, and manicured, manipulates a DECK OF CARDS -- doing a one-handed shuffle with extraordinary finesse.

In the background: a TV set tuned to the 11 o'clock news, with highlights of HARVEY DENT's campaign speech.

DENT
Together we can make this city safe for decent people --

THE HAND sets the deck on a table, turns up FOUR JACKS off the top. This unique deck sports a .22 calibre BULLET HOLE straight through the middle.

JACK NAPIER
Decent people shouldn't live here. They'd be much happier someplace else.

JACK NAPIER, 32, is right-hand man and chief enforcer to Boss Carl Grissom. His features are delicate, almost feminine, and he takes a vain, gangsterish pride in his appearance. He has no more conscience than a turnip.

He trains a cold eye on DENT's image as ALICIA HUNT -- 26, beautiful, Carl Grissom's kept woman -- glides over in her negligee and snuggles up.

ALICIA
Anything new?

JACK
The usual gas. If this clown could lay a hand on Grissom . . . I would've had to kill him by now.

ALICIA finds JACK's necktie and knots it playfully about his neck.

ALICIA
If Grissom knew about <u>us</u> . . . he might kill <u>you</u>.

JACK seems uninterested in her affections. His eye darts back and forth between the TV and his own reflection in a nearby vanity.

JACK
Don't flatter yourself, angel. He's a tired old man. He can't run this city without me.
(pause)
And besides, he doesn't know.

JACK gets up, reaches for his topcoat, and stands in front of the vanity. He runs a hand through sculpted hair, checks out his Albert Nipon ensemble.

ALICIA
You look just fine, Jack.

He smiles at himself before turning to the door.

JACK
. . . I didn't ask.

CUT TO:

10. **EXT. ALLEYWAY - NIGHT**

The scene of the earlier mugging, off Gotham Square. Only now, the deserted alleyway is a beehive of activity: police cars, an ambulance, a forensics van.

EDDIE THE PUNK goes past on a stretcher, catatonic. Watching him are a POLICE MEDIC and a porcine cop, LT. ECKHARDT, who jots on a notepad:

ECKHARDT
No, let me guess. A gigantic, menacing, super-natural form . . . in the shape of a bat.

MEDIC
Yeah, just like the others. -- Lieutenant? What exactly are they seeing up there?

ECKHARDT
Damned if I know, but it must be pretty hairy. The commissioner's keeping a file. We got twelve of these . . . "sightings" in just under a month.

MEDIC
It doesn't make any sense. What would a giant bat be doing in --

ECKHARDT
Looks like he's doing our goddamned job for us.
(cursing under his breath)
Oh Christ, it's Knox.

At the mouth of the alley is ALEXANDER KNOX, 30, a crime reporter for the Gotham Globe. He waves cheerily as he saunters up to ECKHARDT.

KNOX
Hiya, gents. I hear we got another bat attack.

ECKHARDT
Sorry, Knox. Strictly routine.

At this exact moment two uniformed PATROLMEN drag a brain-fried NICK past the mouth of the alley.

NICK
A bat, I tell you, a giant bat! He wanted me to do him a favor . . . !

ECKHARDT and the MEDIC trade disgusted looks. KNOX tilts one eyebrow.

KNOX
Now boys. How long are we gonna go on pre-tending? There's something up there.

ECKHARDT
That scumbag's stoned out of his mind.

KNOX
Ask around on the streets, lieutenant. I've talked to a dozen punks and they're all scared stiff.

ECKHARDT
These punks of yours. Any of 'em ever seen this . . . whatever-it-is?

KNOX
(indicating NICK)
Well, he saw it, didn't he.

ECKHARDT
You're full of shit, Knox. Quote me on that.

ECKHARDT snorts in disgust and turns away. KNOX calls after him:

KNOX (cont.)
Lieutenant. Is there a six-foot bat in Gotham City?
(shouting)
If so, is he on the police payroll? If so, what's he pulling down after taxes?

11. **EXT. STREET - THAT MOMENT - NIGHT**

LT. ECKHARDT emerges onto the side street. He's headed for his car when he spies a STRETCH LIMO idling across the street. Leaning on the hood, waving hi, is the dandyish JACK NAPIER -- flanked by two impressive GOONS.

ECKHARDT throws a nervous glance back in KNOX's direction. He turns left, gestures to JACK to meet him farther up the block. By the time he reaches the corner JACK has swaggered up alongside him.

JACK hands ECKHARDT a fat brown envelope. He stuffs it quickly in his coat.

ECKHARDT
Sorry I'm late. We had another bat sighting.

JACK
Don't let your job interfere with your business. -- Someone's been talking to Harvey Dent.

ECKHARDT bristles. There's no love lost between these two.

ECKHARDT
I'm on top of it. If there's a problem --

JACK reaches out and grabs ECKHARDT by the lapels of his topcoat.

JACK
Eckhardt . . . our problems are your problems.

ECKHARDT
(knocking his hands away)
I answer to Grissom, punk. Not to you.

JACK
Why, Eckhardt. You should be thinking about the future.

ECKHARDT laughs in his face.

ECKHARDT
Got it all figured, huh? Grissom just sits back and hands you the reins. -- Maybe he don't know what we know.

JACK
What are you talking about?

ECKHARDT
About how pretty you are, pretty boy. Maybe he'd like to know --

JACK lashes out and BACKHANDS ECKHARDT across the face. The fat cop, stunned, turns bright red and CHARGES JACK.

JACK claps a hand on ECKHARDT's face and shoves him back full-force. The cop sprawls on his ass in the doorway of an all-night Cuban-Chinese restaurant, where JACK -- out of control now -- KICKS HIM TWICE.

ECKHARDT's hand goes instinctively to his gun.

JACK
Here. Use mine!

JACK pulls an automatic from his pocket and flings it at ECKHARDT. Wild-eyed, disheveled, he LAUGHS INSANELY, daring ECKHARDT to pick it up -- just as the two enormous GOONS from the limo appear behind him for reinforcement.

By now PATRONS are staring out of the restaurant windows. ECKHARDT wipes blood from his mouth as JACK reaches down for the gun.

ECKHARDT
You're a psycho, friend. You're an A-one crazy boy and Grissom knows it.

DISSOLVE TO:

12. **INT. GOTHAM GLOBE - CITY ROOM - DAY**

Gotham's leading tabloid daily. KNOX saunters in, spots BOB THE CARTOONIST at his drafting table, with several amused REPORTERS looking on.

REPORTER
Well, well. Count Dracula!

BOB
Oh Knox -- I got something for you.

BOB holds up a drawing of a HUMAN BAT, with an awful, fanged rodent's face, wearing a business suit. The caption reads: "HAVE YOU SEEN THIS MAN?"

The REPORTERS laugh derisively. KNOX, who's used to the ribbing, takes it in his stride. He smiles, nods appreciatively:

KNOX (cont.)
Very nice, boys. Maybe a little more gore on the fangs, huh?
(under his breath)
You ignorant jerkoffs . . .

He moves on. A bespectacled COLLEAGUE spots him and calls out:

COLLEAGUE
Hey Knox, you got a visitor.

KNOX
I'm real busy, Clark. Be a pal and dust him, okay?

COLLEAGUE
This one you might want to dust yourself.

His curiosity piqued, KNOX moves toward his desk . . . and stops in his tracks. Propped up on the desk are a PAIR OF LEGS. The legs -- exceptionally nice ones -- are attached to a WOMAN leaning back in KNOX's swivel chair, napping, her face obscured by a big outrageous HAT.

KNOX
. . . Vicki Vale.

The hat tips back. VICKI VALE, her face framed by a shock of bright red hair, flashes a dazzling smile. She pulls KNOX over for a quick smooch and laughs.

VICKI
How'd you know it was me?

KNOX
Honey, I would know any randomly selected square inch of Vicki Vale. -- Plus I had a hint.

He points at the oversized CAMERA BAG on his desk. It bears the monogram "V.V." VICKI catches on, makes a face at him.

KNOX (cont.)
Nice and tan. Where you been? Majorca? The Riviera -- ?

VICKI
Corto Maltese.

KNOX
Corto What?? -- you're shitting me.

She reaches into the camera bag and pulls out a stack of COMBAT PHOTOS -- exploding jeeps, burning huts, bodies in piles. Corto Maltese, it seems, is in the midst of an especially bloody revolution. KNOX is impressed:

KNOX
God, Vick, a girl could get hurt this way. -- I thought you were kind of the glamor type.

VICKI
Time was paying and I felt like a change of pace, okay? Now what's your new obsession?

She indicates his desk. It's littered with police reports and doodles of BATS.

KNOX
Oh. -- Seems we got a six-foot bat in Gotham City.

VICKI
. . . A bat?

KNOX
He comes out at night and attacks criminals. I figure it's some nut in a suit, but still -- it could be the biggest story since Bernhard Goetz.

VICKI
Well, congratulations.

KNOX
What for?? I can't print it, the cops act like it's all a big joke. -- Commissioner Gordon won't even answer my calls.

He sinks into a chair, despondent. A sly look crosses VICKI's face:

VICKI
This party at Bruce Wayne's -- the benefit for the D.A. campaign. Would Gordon be there?

KNOX
Sure. Him and every other bigwig in the city.
(shaking his head)
Unfortunately, I don't seem to be on the guest list.

Sulking, he doesn't notice VICKI reaching into her camera bag. He doesn't see the small white INVITATION until she DANGLES IT right in front of his nose.

KNOX (cont.)
Aw, Vicki. Vicki. SHIT!! . . . Got a date?

She flutters her great big eyelashes, shakes her head no. KNOX grabs her face and plants a kiss on her forehead, nearly knocking her out of her chair.

KNOX
Vicki, baby, I love you, I've always loved you. Will you marry me?

VICKI
No.

KNOX
Well, I'm starving. Will you at least buy me a hamburger?

She laughs. Overcome with glee, he offers her his arm.

CUT TO:

13. **INT. PENTHOUSE - DAY**

A HUGE PLATE GLASS WINDOW opens on the best view in Gotham. This spectacular penthouse suite is just one of the power perks available to CARL GRISSOM, criminal kingpin, fat, fifty, and utterly without charm.

His LIEUTENANTS -- bloodless white-collar types as well as a few outright GOONS -- are sprawled in easy chairs throughout the room.

LIEUTENANT
How do we go? Strike a match?

ACCOUNTANT
Arson gives you a nice writeoff. On the other hand, we do have a history of unexplained fires.

The big boss waves a copy of the Globe -- with HARVEY DENT on the cover.

GRISSOM
Say this son of a bitch does get elected . . . what kind of damage are we looking at?

ACCOUNTANT
If he ties us in with Ace Chemical, we're dead and buried.
(clearing his throat)
No point in waiting. We should move immediately.

JACK NAPIER slouches in an easy chair off to GRISSOM's right, doing his trademark one-handed shuffle.

JACK
Why not a break-in? Trash the office, make off with the books . . . "Industrial espionage."

GRISSOM
Smart thinking, Jack. That's the way to go. In fact -- I'd like you to handle this operation personally.

JACK'S HAND FREEZES over his lucky deck.

JACK
Me?

JACK bridles, but doesn't protest. Nervously, he turns the fourth card off the top of the deck. It's not a jack; it's a JOKER -- a Joker with a neat, round, .22 calibre HOLE through its face.

At this exact moment, METAL DOORS slide back -- and ALICIA HUNT steps out of GRISSOM's private elevator with an armful of SHOPPING BAGS.

GRISSOM
Hello, sweetheart. I wonder if you'd mind waiting in the other room.

ALICIA's gaze meets JACK's as she vanishes through a side door. The eye contact is not lost on GRISSOM. He addresses the troops:

GRISSOM (cont.)
Thank you, gentlemen. That's all for now.

GRISSOM'S CRONIES file out. JACK, troubled, lingers behind.

JACK
Why me? It's just a simple break-in.

GRISSOM
Jack, it's important. -- I need someone I can trust.
(beat)
Don't forget your lucky deck.

JACK, resigned, pockets the deck and leaves. GRISSOM leans back in his plush chair and GRINS WOLFISHLY.

GRISSOM (cont.)
My friend, your luck is just about to change.

ALICIA appears in the doorway nearby, modeling her new purchases for him. He smiles coolly at her as he reaches for the telephone.

GRISSOM (cont.)
Get me Lieutenant Eckhardt.

CUT TO:

14. **EXT. WAYNE MANOR - ESTABLISHING - NIGHT**

A vast, rambling mansion on sixty wooded acres a half-hour's drive from Gotham: old money, and how. Out front, a team of red-jacketed VALETS are parking expensive cars.

15. **INT. BALLROOM - NIGHT**

A DEALER'S HAND pushes cards out of a shoe. It's casino night at Wayne Manor; the ballroom has been outfitted with roulette wheels, blackjack tables, etc., and the various members of Gotham's power elite are happily -- and legally -- throwing money into Harvey Dent's campaign kitty.

DENT himself is surrounded by a gang of political cronies, telling jokes, calling in favors. VICKI's off in another group, looking luscious, drawing compliments from big shots and envious, furtive glances from their wives. And, in a corner of the room, all alone in his cheap suit, stands ALEXANDER KNOX -- staring inquisitively up at the ceiling.

A butler, ALFRED, appears alongside KNOX with a trayful of champagne glasses. He too looks up at the ceiling.

KNOX
How high up would you say that is?

ALFRED
I'd say about thirty feet, sir.

KNOX
You know, if you cut your bathroom in half, you'd have my apartment.

ALFRED
Which bathroom is that, sir?

KNOX
The small one.

KNOX takes a drink and ALFRED moves on. A moment later, VICKI detaches herself from her little circle of admirers and hooks up with KNOX.

KNOX
Man, I feel like Robin Leach. You actually know all these people?

VICKI
Some. I am a rich bitch, remember.
(nudging him)
I'm quoting.

KNOX winces at the reminder. She smiles and takes his arm.

KNOX
Yeah, I guess we move in different circles. -- Though I did meet a one-eyed pimp last week.

16. **ANGLE ON JAMES W. GORDON**

Gotham's Police Commissioner, a distinguished gent in his late fifties. He's at a craps table, blowing into his fist. ONLOOKERS cheer as he lets the dice fly.

Snake eyes. GORDON passes the dice as KNOX and VICKI wander up.

KNOX
Commissioner Gordon! What do you hear from our pointy-eared friend?

KNOX puts his hands up behind his head, like little bat ears. GORDON groans.

GORDON
Knox, for the ninth time, and you can quote me -- there is no bat. If there were, we would find him -- we would arrest him --

KNOX
Aww, Commissioner. There's gotta be one honest cop in Gotham City.

HARVEY DENT ambles up, claps a friendly hand on GORDON's shoulder.

DENT
How's your luck, Jim?

KNOX
Mr. Dent. What's your stand on winged vigilantes?

DENT exchanges a meaningful look with GORDON.

DENT
Mr. Knox, I think we have enough real problems in this city without worrying about ghosts and goblins and Halloween characters.

CUT TO:

17. **EXT. ACE CHEMICAL CO. - ESTABLISHING - NIGHT**

A NEON SIGN reads: "ACE CHEMICAL. THE FUTURE IS NOW." From the SIGN we PAN to a METAL SLUICE GATE -- dumping TONS of CHURNING TOXIC SLUDGE into Gotham's East River.

18. **INT. VAN - THAT MOMENT - NIGHT**

The van sits outside a chain-link fence which surrounds the factory complex. In the rear-view mirror, JACK NAPIER is meticulously applying BLACK CAMOUFLAGE PAINT to his face. He could be getting ready for a date.

19. **JACK'S POV - THROUGH WINDSHIELD**

The SECURITY GUARD in a glass booth at the entrance to the parking lot. One of JACK'S BOYS creeps up and takes the GUARD out; JACK turns the key in the ignition, shifts into first.

CUT TO:

20. **INT. WAYNE MANOR - NIGHT**

KNOX and VICKI are taking an unauthorized tour of BRUCE's house, wandering through rooms decorated in wildly divergent motifs, eyeing an astounding collection of artworks and antiques from every corner of the world.

KNOX
Where does one man get all this junk?

VICKI
All over. He's got his own jet -- spends most of the year overseas.

KNOX
Holy shit, Vicki . . .

KNOX goes goggle-eyed as they enter:

21. **INT. BRUCE WAYNE'S LIBRARY - CONTINUOUS**

KNOX (cont.)
. . . We found the arsenal.

One wall is lined to the ceiling with leather-bound volumes. On the other walls hang EXOTIC WEAPONS. Halberds. Maces. Blowguns. Bolas. Thugee ropes and samurai swords . . . every arcane implement of death the human mind has ever devised. KNOX lets out a whistle.

KNOX (cont.)
I'm hooked. What else do you know?

VICKI
Rich. Reclusive. Bankrolls half a dozen charities.

KNOX
Likes to kill?

VICKI
(smiling)
Woman find him magnetic.

KNOX
I bet they like him for his big charity balls.

VICKI
His bank account's even bigger.

KNOX
Well, you know me. The more they've got, the less they're worth.
(scanning the room)
This guy must be the most worthless man in America.

VOICE FROM BEHIND
You disappoint me. Why not the world?

KNOX turns. We get our first look at the smiling face of BRUCE WAYNE: 32, tall, aristocratic -- and intensely handsome.

KNOX
I assume in my usual charming manner I've just insulted the host.
(extending a hand)
Alexander Knox.

BRUCE
Bruce Wayne. -- I've read your work. I quite like it.

KNOX
Great. Give me a grant.

BRUCE
I might, if you introduce me to Miss Vale.

KNOX blinks at VICKI. BRUCE already seems to know who she is. KNOX shrugs and forges bravely ahead:

KNOX
"This is Miss Vale." -- That felt redundant.

BRUCE
(to VICKI)
You're just back from Corto Maltese. I saw your combat photos. Quite a departure for you.

VICKI
That's intriguing. They haven't been published yet.

BRUCE smiles and ignores the implied question.

BRUCE
. . . You have an extraordinary eye.

He's laying on the charm now. KNOX, his territorial instincts aroused, pipes up:

KNOX
Some people think she has two.

VICKI
(a sidelong glance at KNOX)
Don't mind my friend. He's a little nervous tonight.

KNOX, chastened, calls off the dogs and sizes up his competition. BRUCE is charming, all right, but there's something formal, maybe even calculating about it -- he could be reading his compliments off cue cards. It's almost as though he's an actor doing a brilliant imitation of charm.

This is a man who thinks three moves ahead. KNOX doesn't like him. But VICKI -- who's used to seeing male charm turned on and off, at will -- doesn't seem to mind at all:

VICKI (cont.)
This is an amazing house. I'd love to shoot it sometime.

BRUCE
I don't . . . seek publicity. -- Will you be staying in Gotham for a while?

VICKI
As far as I know.

BRUCE
Good. With any luck we'll run into each other.

ALFRED, the butler, appears in the doorway behind them. He clears his throat.

ALFRED
Excuse me, sir. Commissioner Gordon was compelled to leave -- very unexpectedly. He asked me to convey his regrets.

BRUCE
Thank you, Alfred.
(to VICKI and KNOX)
I hope you'll excuse me. It was a great pleasure meeting you.

Without bothering to shake hands BRUCE does a sharp 180 and strides briskly out of the room.

KNOX
I know the rich are different, but that guy is real different.
(no response)
Hello? Vicki?

VICKI
Oh. Sorry. I was thinking.

KNOX
What were you thinking?

VICKI
Yum, yum.

KNOX
Well, he must like the way he looks. He's got a mirror in every room.

And indeed, the two of them are standing before an enormous WALL MIRROR, eight feet wide, running from floor to ceiling.

VICKI
I get it. Bruce Vain.

She pokes KNOX. He groans at the dumb pun. And suddenly we

CUT TO:

22. **REVERSE ANGLE - THROUGH THE MIRROR**

looking DOWN ON KNOX and VICKI -- THROUGH ONE-WAY GLASS -- as they continue to chat. Behind the mirror . . . recording everything that happens in the room . . . is a small, silent, state-of-the-art SURVEILLANCE CAMERA.

23. **CLOSEUP - VIDEO MONITOR**

showing KNOX and VICKI in the library. The screen we're watching is only one in a whole vast bank of monitors -- a control center showing everything that happens in the house. The background is blurry, indistinct . . . but we seem to be in the midst of a vast, dark CAVE.

On another screen, GUESTS move backward with exaggerated speed as a videotape REWINDS. At the panel, BRUCE WAYNE hits a button -- and watches COMMISSIONER GORDON talking to a uniformed PATROLMAN.

PATROLMAN
-- anonymous tip. The Ace Chemical Company.

GORDON
Good Lord, if we could put our hands on Jack Napier we'd have Grissom.
(obviously agitated)
Why wasn't I told about this? Who's in charge of the --

PATROLMAN
Lt. Eckhardt, sir.

GORDON
Eckhardt. Oh my God . . .

And suddenly COMMISSIONER GORDON is grabbing for his coat. The monitor goes black. BRUCE stands up, unbuttons his dinner jacket.

CUT TO:

24. **EXT. ACE CHEMICAL CO. - PARKING LOT - NIGHT**

UNMARKED POLICE CARS are pulling into the lot, headlights off. ECKHARDT circulates among his ARMED SWAT TEAM, handing out xeroxed copies of a MUG SHEET: JACK NAPIER, front and profile.

ECKHARDT
Shoot to kill.

25. **INT. ACE CHEMICAL - FILE ROOM - NIGHT**

SPARKS FLY. A SAFECRACKER, in welder's mask, trains a blowtorch on the office safe. Behind him, JACK'S HOODS are at work on the filing cabinets.

The SAFECRACKER kills his blowtorch and opens the metal door of the safe, giving JACK a good look at its contents:

SAFECRACKER
. . . Empty.

HOOD I
Just like the file cabinets.

HOOD II
I don't get it. If this place is cleaned out already, why do we need five men?

JACK shakes his head. His boys are antsy, ready to mutiny. By now it's dep. essingly obvious: they've been set up.

Then, as if they needed any proof -- a SIREN blares outside.

26. **EXT. ACE CHEMICAL - NIGHT**

ECKHARDT'S SWAT TEAM goes wide-eyed as a CONVOY OF POLICE BLACK-AND-WHITES roars into the Ace parking lot. UNIFORMED COPS pile out of their squad cars, relieving the SWAT TEAM. ECKHARDT goes livid as COMMISSIONER GORDON approaches.

ECKHARDT
What are you trying to do, blow the collar?

GORDON
You men are dismissed. We'll take over now.
(to UNIFORMED COPS)
Any man who opens fire on Jack Napier will answer to me.
(to ECKHARDT)
And you. Stick around.

27. **INT. ACE CHEMICAL - THAT MOMENT**

JACK and his HOODS ducking out of the office. It's two stories above the refinery floor, accessible by a network of steel ladders and CATWALKS running between the walls.

Down below, a CORRUGATED METAL DOOR begins to rise.

COP
Freeze!

One of the hoods OPENS FIRE. Half of his colleagues dive back into the office, looking for a rear exit. The others take off across the CATWALKS.

28. **ANGLE ON GORDON**

standing in the doorway as his MEN rush into the building and take their places behind heavy machinery. SHOTS RING OUT as the HOODS scatter.

ECKHARDT
Nice work, Commissioner.

GORDON
I'm in charge here. Not Carl Grissom.

29. **INT. HALLWAY - THAT MOMENT**

TWO HOODS run down a tiled corridor in the office section of the complex.

A CAPED BLACK SHADOW steps into their path, and EXTENDS ITS ARMS -- like giant WINGS -- to reveal the yellow insigne on its massive chest. BATMAN.

One second later, the HOODS are racing back in the opposite direction. THE BATMAN reaches into a packet on his belt and flings a handful of STEEL BALL-BEARINGS across the tiled floor. HOOD I tumbles to the floor and lands hard, losing his breath; HOOD II rolls and pulls a GUN.

BATMAN hurls a BOOMERANG -- its edges scalloped, like a bat's wing. It wedges in the wall; HOOD II finds his gun hand PINNED by the twin prongs of the BATARANG.

BATMAN strides briskly toward them, businesslike, taking his time. He grabs a handful of HOOD I's hair, lifts his head off the floor, KNEES HIM IN THE FACE.

He turns to the petrified HOOD II. A TALON springs from the end of his glove. He strolls past HOOD II, reaching out to give him a QUICK, TINY NICK on the chin -- and HOOD II slumps against the wall, unconscious.

30. **ANGLE ON JACK**

down on the floor, racing along a wall, THROWING SWITCHES -- anything to create a diversion. GIGANTIC MACHINES roar to life. CENTRIFUGES SPIN. HUGE POLYMER EXTRUDERS spit out thick strands of plastic gunk. OVERHEAD CHEMICAL TANKS rotate into place above giant basins.

JACK SEES a squad of COPS on his tail. He SHOOTS AND RUNS.

31. **ANGLE ON CATWALKS**

HOODS III and IV scuttle across the elevated walkways, keeping down, avoiding police fire. One of them starts up a vertical ladder to the next catwalk.

BATMAN plunges past on the end of a rope. He snatches at HOOD III's collar and YANKS HIM CLEANLY OFF THE LADDER, landing on the catwalk below.

HOOD IV gapes. He LEVELS HIS GUN at BATMAN, who stands his ground, holding onto the rails of the catwalk for support. A bullet hits him squarely in the chest. He does not fall.

HOOD IV turns and scrambles. BATMAN goes to his belt for a miniature SPEAR GUN. He FIRES at HOOD IV . . . planting a BARBED HOOK in the HOOD'S JACKET, SPINNING HIM AROUND.

32. **ANGLE ON COMMISSIONER GORDON**

staring up at the catwalk in disbelief. As he's just realized . . . there is a bat.

GORDON

My God . . . it's him.

33. **ANGLE ON CATWALK**

HOOD III, on his feet now, rushes BATMAN from behind. BATMAN DROPS HIM with an ELBOW. Now he has a HOOD on either side.

He takes a SMALL STEEL CYLINDER from his belt, whips it once through the air. It telescopes out into a FOUR-FOOT STAFF.

BATMAN WHIRLS THE STAFF as the HOODS CONVERGE on him. HOOD III takes a debilitating JAB under the jaw. BATMAN SPINS on his heels and SLAMS THE STAFF into HOOD IV's BACK -- knocking him OFF THE CATWALK. The hook in his jacket jerks him up short . . . leaving him to DANGLE thirty feet above the factory floor!

34. **INT. ACE LOADING BAY - THAT MOMENT**

JACK spots a possible out. He hits a button on the wall; STEEL DOORS RISE to reveal ACE CARGO TRUCKS in the parking lot outside. Beyond the trucks . . . AN ARMY OF COPS waiting for JACK to make his move.

No go. He turns. Behind him, other cops -- the inside team -- are rushing at him in full riot gear. JACK ducks behind a forklift, darts into the next room.

35. **INT. CHEMICAL SUPPLY ROOM - A MOMENT LATER**

JACK sprints through the room, firing FOUR SHOTS at the metal CHEMICAL TANKS on the wall. TOXIC CHEMICALS gush out onto the floor in streams. The streams run together . . . begin to SMOKE and SIZZLE.

Behind him, COPS return fire. One pot-shot hits a FIFTH CHEMICAL TANK . . . and a VIOLENT EXPLOSION knocks JACK off his feet.

36. **INT. FACTORY FLOOR - A MOMENT LATER**

A RIVER OF CHEMICALS courses out into the main refinery. A second later, they go UP IN FLAMES. A WALL OF FIRE bisects the factory floor.

JACK RACES ALONG behind the spreading wall of flame. He ducks behind a huge machine, hits a switch -- and CHEMICAL SLUDGE begins to churn. SLUICE GATES open on the East River. It's the waste dump!

Up on the catwalk, BATMAN has a perfect view of JACK. If JACK can make it through the flames without getting shot, he'll reach the river. BATMAN hooks a rope to his Batarang, FLINGS IT at a catwalk across the floor.

JACK bolts. BURSTS THROUGH the wall of fire. And just as he does --

BATMAN leaps off the catwalk and swings down toward him! His foot catches a THIRTY-FOOT ROLL of plastic, six feet in diameter, standing upright on the floor. The plastic roll DROPS into JACK's path, BLOCKING HIS EXIT.

An instant later, BATMAN lands on top of JACK. But just then . . .

VOICE

HOLD IT!

HOOD V has managed to circle back behind the heavy machinery. Now he's got a GUN pointed DIRECTLY AT COMMISSIONER GORDON'S HEAD.

HOOD V

Let him go or I'll do the geezer.

A tense moment passes -- then BATMAN releases JACK and stands clear. With a satisfied smirk, JACK moves to a Jacob's ladder mounted on the back wall . . . and begins to CLIMB toward the catwalks.

No one dares move. HOOD V stands there, his gun hand shaking as he waits for JACK to climb safely out of shooting range.

ECKHARDT's pig-like eyes glisten. His hand drops to his side. He's half-tempted to pull a gun and get the Commissioner plugged.

37. **ANGLE ON JACK**

groping his way along the catwalk. He reaches a paneled glass window propped open by a supporting rod. It's a forty-foot drop to the swirling black currents of the East River . . . and freedom.

Suddenly his eye falls on a .38 AUTOMATIC -- which lies, abandoned, on the gridwork floor of the catwalk mere yards away.

38. **ANGLE ON FACTORY FLOOR**

The HOOD, one arm around GORDON. With his gun at the Commissioner's temple, he backs slowly toward the door. A VOICE breaks the tension:

JACK

ECKHARDT!!

ALL EYES TURN to the catwalk overhead, where JACK stands poised with the .38 in his fist. A SINGLE SHOT drops ECKHARDT cleanly.

The moment's distraction is all BATMAN needs. He hurls a NINJA WHEEL -- a small, ratcheted, razor-sharp disc -- at the FOREARM of HOOD V. A sudden SHRIEK -- and GORDON IS FREE.

The HOOD'S GUN drops to the floor, DISCHARGING ACCIDENTALLY.

AN UNGODLY HOWL OF PAIN echoes out from the catwalk above. JACK REELS and STAGGERS, CLUTCHING AT HIS CHEEKS. BLOOD GUSHES from between his fingers.

JACK NAPIER HAS BEEN SHOT THROUGH THE FACE.

Doing an agonized pirouette, he pulls the trigger convulsively. A YOUNG COP, unnerved, draws his gun and SHOOTS BACK.

GORDON

NO!!

But the bullet has caught JACK in the arm. He spins, totters to the edge of the catwalk . . . and TOPPLES OVER. The COPS look on helplessly as JACK plunges TWO STORIES DOWN into a CATCH BASIN full of BUBBLING TOXIC WASTE, SCREAMING ALL THE WAY.

GORDON (cont.)

Goddammit, we had him. We --

And suddenly, with JACK out of the picture, all attention focusses on THE BATMAN. COPS reach for their guns, circle warily around him. Cornered now, he backs off slowly, HANDS ON HIS BELT.

GORDON (cont.)

Hold it right there, Mister. Take off that mask.

THE BATMAN raises his hands in a gesture of surrender. Then -- as the COPS advance -- he flicks TWO TINY CAPSULES onto the factory floor.

A BLINDING FLASH OF LIGHT. COLORS BURST in a wild pyrotechnic display. COPS stumble backwards, momentarily dazzled, as a THICK WALL OF BLACK SMOKE conceals BATMAN from view.

A TINY GRAPPLING HOOK rockets out of the dense curling cloud and CATCHES on a catwalk overhead.

COP

LOOK!

The COPS are firing wildly into the smoke. But it's too late. At the end of a cord, THE BLACK MAJESTIC FIGURE OF THE BATMAN whips upward, rising out of the smoke like an avenging angel -- and DISAPPEARING into the shadowy heights, safely out of range.

GORDON

HOLD YOUR FIRE!

COP

. . . Who is this guy?

GORDON

I don't know, but he's one hell of a showman.

CUT TO:

39. **EXT. ACE CHEMICAL CO. - THAT MOMENT - NIGHT**

A BLACK SHADOW scurries across the roof. From the illuminated sign with its neon ace, WE PAN DOWN past the chemical sluice to a SECOND ACE . . . a card from JACK's lucky deck, pierced by a neat, round bullethole, bobbing on the oily surface of the foul, polluted river.

Gradually, OTHER CARDS from the deck swirl past: a nine. A deuce. A jack. And finally, a JOKER -- SHOT CLEANLY THROUGH THE FACE.

A BONE-WHITE HAND BREAKS THE SURFACE as we

SHOCK CUT TO:

40. **INT. GOTHAM GLOBE - CITY ROOM - DAY**

A BANNER HEADLINE on the late edition of the Globe: "BAT MAN FOILS ROBBERY. WHO IS MASKED VIGILANTE?"

Behind the newspaper, feet propped up on his desk, is a jubilant KNOX. He's on the horn to COMMISSIONER GORDON.

KNOX
Commissioner. Do us both a favor. Don't tell me some lie you'll have to retract later.

CLICK. KNOX hangs up, lowers the paper, finds himself looking up at the smiling face of VICKI VALE. He points out the headline:

KNOX (cont.)
Check it out, Vick! Looks like I'm a genius after all. -- Why the dopey grin?

VICKI
Guess who's got a date with Bruce Wayne.

KNOX
Bruce Wayne? Date? He called you up and asked you for a date? . . . Shit.
(shouting)
HEY MIRANDA! C'MERE!
(to VICKI)
I want you to pay close attention to this. Miranda -- tell my friend here what you told me about Bruce Wayne.

A SUPERANNUATED SOUTHERN BELLE toddles over. MIRANDA REITZ, 60, is the society editor of the Globe.

MIRANDA
You mean Mister One-Nighter?

KNOX
Yeah. "Mister One-Nighter." -- Because that's the average length of his relationships with women.

MIRANDA
The current record is almost two weeks. That cover girl -- what's her name? You must know her, Vicki --

KNOX
Tell her about the peanuts.

VICKI
Peanuts?

KNOX
Yeah, peanuts. Which is how he goes through women.

MIRANDA
Like Planter's Peanuts.

VICKI is about to break out into helpless giggles. She stands up:

VICKI
Alex, I'm very flattered that you've gone out and done all this research.

KNOX
Why?
(blushing suddenly)
Aw, come on, Vicki, I'm a reporter. I'm curious. I do this for a living.
(indicating telephone)
There's a phone. You can call him up and cancel.

VICKI shakes her head and laughs. KNOX fumes. She takes his face in her hands, plants a kiss on his forehead.

VICKI (cont.)
You're awfully sweet to be concerned, but it's really not necessary. I'll call you, okay?

She exits. KNOX stands there looking poleaxed.

KNOX
. . . What was that?

MIRANDA
That was one of the most gracious kiss-offs it's ever been my pleasure to watch. What a nice girl.

KNOX, totally flustered, sighs and sinks into his chair.

KNOX
Miranda, I'm busy. Go be productive.

CUT TO:

41. **EXT. COASTLINE - DAY**

An EIGHTY-FOOT CABIN CRUISER, aptly christened "DIE FLEDERMAUS" ("the bat"), slices through the waves.

42. **EXT. DECK - YACHT - DAY**

BRUCE and VICKI are on the deck, soaking up sun, gazing off at a throng of SAILBOATS closer to the shore.

VICKI
Do you sail?

BRUCE
Too much work. I'm not really the physical type.
-- Thank you, Alfred.

ALFRED has just appeared from belowdecks with a tray of drinks for BRUCE and VICKI. As BRUCE reaches for his glass, VICKI eyes his forearm: a thin layer of skin over braided telephone cables.

VICKI
You do a very convincing imitation.
(sipping her drink)
Mm, this is tasty. What's yours?

He smiles, slides the drink over toward her, gestures for her to try a sip.

VICKI (cont.)
. . . Ginger ale?

BRUCE
Two drinks and I start swinging from the rooftops.
(beat)
Look, I bore myself silly. I'd rather talk about you.
How the hell did you wind up in Corto Maltese?

VICKI
I don't know. I guess I got tired of shooting rich Americans on safari. -- Have you ever seen combat?

BRUCE
. . . No.

VICKI
Well. A couple of years ago when their president was requesting aid I went down there for Newsweek. The beaches were nice. And at nights -- they had a band -- I danced on the hotel patio.
(shrugging)
Of course I never saw what was really happening there. When the war broke out I had to go back. And I promised myself that this time . . . I wouldn't look away.

BRUCE
What did you see?

VICKI
. . . Terror.

The conversation is getting rather intense -- at both ends. VICKI seems to have hit some weird chord within BRUCE.

BRUCE
There's terror everywhere. If you train yourself to look for it.

VICKI
Well, some types are a little more obvious than others.

BRUCE cocks one eyebrow as if he's ready to debate the point. VICKI thinks -- mistakenly -- that she's offended him. She decides to lighten up.

VICKI (cont.)
I'm sorry. I know it must seem a million miles away, out here on the water, with all this --

BRUCE
Insulation?

VICKI is stuck for a reply. He seems somehow to be challenging her.

VICKI
Bruce, really, when I say these things I don't mean to criticize you.

BRUCE
In other words, what right does an idle rich boy have to talk about terror.

VICKI
As much as I do. It's not that. I don't want to be depressing, that's all.

BRUCE
I see. If I know how you really feel, I won't like you as much?

VICKI starts laughing. If this is a come-on, it's like no come-on she's ever seen.

VICKI
I'm sorry, Bruce, I just can't seem to get a handle on this conversation.

BRUCE
(taking her hand)
Vicki, if I say anything cryptic, or . . . ambiguous, I think you should put the most flattering possible interpretation on it. Because even if it doesn't sound that way . . . that's how I'll mean it.

The guy's a chessplayer, but on the other hand he's also rather touchingly, almost childishly, sincere. Before she knows it, VICKI finds herself melting.

CUT TO:

43. **INT. WAYNE MANOR - NIGHT**

A vast, darkened entry hall, framed by long semicircular stairways on either side. BRUCE and VICKI, in evening clothes, enter; he takes her coat, drops it on a chair by the door. VICKI is giddy, all champagned up.

VICKI
It's not fair. I'm half drunk and you're not even --

BRUCE
I'll take you home if you'd like.

VICKI
God. You would.
(sidling up to him)
Come on, Bruce. I just want to get two drinks in you. As an experiment.

BRUCE
I've got a better idea. Kiss me hello.

VICKI
. . . Hello.

As they embrace, a SUDDEN FLASH OF LIGHTNING transports us to:

44. **EXT. OFFICE BUILDING - ESTABLISHING - NIGHT**

Broken windows, graffiti on the walls: a decrepit waterfront rathole

45. **INT. DOCTOR'S OFFICE - NIGHT**

TIGHT ON a face swathed in bandages. The patient sits erect in a chair, surrounded by the grimy paraphernalia of an unlicensed gangland doctor.

The DOCTOR, a nervous little ferret with the bedside manner of a back-alley abortionist, steps up with a scissors.

DOCTOR
Well, Mr. Napier, let's see how we did.

He begins to snip away. As the bandages come off, we get:

46. **JACK NAPIER'S POV**

The last strands of gauze peel away. The DOCTOR stands there, looking at his handiwork. His mouth falls open. His eyes bug out. He GAGS.

JACK (V.O.)
Mirror.

The DOCTOR just stands there staring AT CAMERA, stock-still, transfixed.

JACK (V.O.)
Mirror.

7. **ANGLE ON DOCTOR**

He clears his throat, reaches apprehensively for a hand mirror, and passes it out of frame to JACK. Two beats. Then, the sound of GLASS SHATTERING as the mirror drops to the floor. The DOCTOR gulps hard.

DOCTOR
You understand the facial muscles were completely severed --

JACK begins to laugh. The DOCTOR turns uneasily away, gestures apologetically at his seedy equipment.

DOCTOR (cont.)
-- you can see what I have to work with here --

MORE LAUGHTER. The trembling DOCTOR covers his face with one hand, whining now, not daring to look at JACK.

DOCTOR (cont.)
I'm sure that with proper recon-- recon-- reconstructive surgery --

A DOOR SLAMS. JACK is gone. The grateful DOCTOR breathes a sigh of relief and steadies himself on an operating table.

48. **EXT. OFFICE BUILDING - OVERHEAD ANGLE - NIGHT**

From a point high above we see JACK emerging into the alley, pulling on a hat, wrapping a muffler about his head. We can't see his face. But we can't ignore his awful, reverberating LAUGH.

CUT TO:

49. **INT. BRUCE WAYNE'S BEDROOM - NIGHT**

VICKI nestled peacefully under the covers. Beside her is BRUCE: hands behind his head, staring up at the ceiling. He doesn't know what to do with himself. It's almost as though BRUCE is not used to sleeping.

He looks at VICKI. She's terribly lovely. But despite all that, we can't shake the feeling that BRUCE . . . would really rather be somewhere else.

CUT TO:

50. **EXT. STREET - NIGHT**

LOUD MUSIC. KIDS in punk regalia stand outside a rock club as JACK stalks past. The wind knocks his hat off.

KID
Nice hair, dude!

JACK bends to retrieve the hat. Then he gazes up at the steel-and-glass facade of a SKYSCRAPER – and strides deliberately across the street.

51. **INT. GRISSOM'S PENTHOUSE - NIGHT**

The doors to the private elevator hiss open and JACK wanders in. He plops in the big plush chair behind GRISSOM's desk and stares out at the skyline.

GRISSOM (O.S.)
That you, sugar bumps?

GRISSOM waddles in unsuspectingly. He's fresh out of the shower, a towel wrapped around his impressive girth. He's using a smaller towel to dry his hair, and so it's a moment before he sees the bundled-up figure at his desk.

GRISSOM (cont.)
Who the hell are you?

JACK
It's me. "Sugar Bumps."

GRISSOM
Jack?
(advancing cautiously)
Thank God you're alive. I heard you'd been --

JACK
Is that what you "heard"?

JACK stands and gestures him over to the empty chair. GRISSOM doesn't move until he sees the GUN pointed at his belly.

JACK
YOU SET ME UP!
(beat)
Over a girl. You must be insane!

GRISSOM surreptitiously reaches for a desk drawer.

JACK (cont.)
Keep your hands on the desk.

GRISSOM
It's not the girl, Jack. Sooner or later you would've tried to take me. You may get me now, but your life won't be worth a dime.

JACK
I've died once already. It wasn't so bad. -- In fact I recommend it.

GRISSOM
(beginning to panic)
Jack, listen -- we'll cut a deal --

JACK
JACK? JACK? DO I LOOK LIKE A JACK??

He flings away the hat. RIPS THE MUFFLER from his face. And -- as GRISSOM gasps in shock -- STANDS REVEALED in his full horrendous glory.

His flesh is bleached bone-white. His hair is a luminous seaweed-green. And his cheeks are torn and puckered from the bullet wound, TWISTING HIS MOUTH INTO A HIDEOUS, PERPETUAL HARLEQUIN'S GRIN.

JACK
I'm not a Jack any more.
(pause; cackling)
You made me a Joker!

THE CACKLE BUILDS INTO FURIOUS, HYSTERICAL LAUGHTER. GRISSOM, revulsed, edges back toward the window.

GRISSOM
Jack -- wipe that lunatic grin off your face!

JACK
HA! That's the best part. I CAN'T!!

JACK pulls the trigger. And fires. And fires again until the CLIP IS EMPTY.

52. **EXT. GRISSOM'S BUILDING - NIGHT**

We TILT UP the facade of the skyscraper, arriving finally at the TOP FLOOR: a PLATE GLASS WINDOW spiderwebbed with cracks where Jack's bullets hit.

53. **INT. GRISSOM'S PENTHOUSE - THAT MOMENT - NIGHT**

Darkness. JACK -- or, as we'll know him from this moment on, THE JOKER -- sits in GRISSOM's swivel chair and surveys the moon-drenched city.

JOKER
Our little city. It always brings a smile to my face.

He reaches for a glass of bourbon and glances down at GRISSOM -- who lies dead on the floor, the towel still wrapped around him.

JOKER (cont.)
Guess it's my little city now. Wonder what it'll look like when I get done with it.
(pause)
I bet it'll be something real fine. Real fine and pretty.

DISSOLVE TO:

54. **INT. BRUCE WAYNE'S BEDROOM - MORNING**

The sun is just up, and VICKI finds herself alone in bed. A SOFT, OFF-KEY BARITONE VOICE drifts out of the adjacent bathroom: BRUCE in the shower, singing "Honeysuckle Rose." She breaks into a huge smile.

55. **INT. BATHROOM - A MOMENT LATER - MORNING**

VICKI sneaks in, opens the door on BRUCE in his opulent deco shower stall. He instantly STOPS SINGING -- as if he's been hit by a brick.

VICKI
I didn't mean to scare you. I just had to come in here and see if that was really you singing.

BRUCE, embarrassed, doesn't respond. She sings along, teasing him:

VICKI (cont.)
"Don't buy sugar -- you just have to touch my cup." Come on. "You're my sugar --"

BRUCE seems somehow unable to sing along. He forces a crooked smile.

VICKI (cont.)
Bruce, you are such a case.

BRUCE
I don't sing very well.

VICKI
Well, I'll just have to forgive you, because there are some things you do very well.

He steps out, kisses her good morning and reaches for a towel. His body is one big mass of BRUISES AND ABRASIONS.

VICKI (cont.)
Poor thing. You should stay off that horse.

CUT TO:

56. **INT. GLOBE - CITY ROOM - DAY**

KNOX examines the morning Globe. He's turned to page six -- the gossip page -- and there, under Miranda Reitz's byline, is a picture of VICKI. It seems she and BRUCE are the talk of the town. KNOX snarls in jealousy:

KNOX
. . . Peanut.

COPY BOY
(handing him a folder)
Here's that morgue file you wanted.

The file is labelled "BRUCE WAYNE: 1982-1987." KNOX opens it and begins to leaf through old clippings from back issues of the Globe.

WAYNE FOUNDATION TO FUND LOW-COST HOUSING. MILLIONAIRE HEADS CHARITY DRIVE FOR GOTHAM HANDICAPPED. ORPHANED CHILDREN SAY 'THANK YOU' TO BRUCE WAYNE. KNOX's face sags in dismay. Every article seems to be telling us just how swell a rich philanthropist can be.

KNOX
Come on. Gimme some dirt!

Then he notices something odd. In the whole fat file of clippings, there are no pictures of Bruce Wayne -- with two partial exceptions.

One is a group shot, Bruce in the middle, waving at the camera and blocking our view of his face. The other is an ancient picture of a collegiate Bruce, stern-faced, hair down to his collar. The caption reads "BRUCE WAYNE IN 1973" -- years out of date even when it ran in the paper.

KNOX
. . . Why don't you want your picture taken?

CUT TO:

57. **INT. APARTMENT LOBBY - NIGHT**

A DOORMAN DOZES in the plush lobby of ALICIA HUNT's apartment building on the East Side of Gotham. Through the glass doors we see ALICIA outside in the chill wind, peering inside, hesitant to enter.

She unlocks the door quietly, tiptoeing past the doorman, trying not to wake him. She's almost made it when he SITS UPRIGHT with a cheery grin.

DOORMAN
No need to sneak in, Miss Hunt. The rent's all taken care of.

ALICIA
. . . The rent? Paid?

58. **INT. ALICIA'S APARTMENT - NIGHT**

ALICIA, mystified, lets herself in -- and is startled by a VOICE FROM BEHIND.

VOICE
Honey -- I'm home!

She pivots. Her eyes widen. She SHRIEKS.

Sitting cross-legged in an easy chair, a twisted grin on his loathesome face, is THE JOKER. He's in a smoking jacket and slippers, reading the paper, a dry martini at his side.

This grim parody of domesticity sends poor ALICIA into a dead faint.

59. **INT. PENTHOUSE SUITE - DAY**

At a long table sit GANGLORDS and RACKETS BOSSES from every corner of the city. They stare suspiciously at the head of the table.

JOKER (O.S.)
So that's how it is, gents. Until Grissom decides to come up for air . . . I'm running the show.

They're looking at THE JOKER, dressed flamboyantly in a big slouch hat. His FACE is layered with flesh-toned makeup, and his HAIR's been rinsed black. Unfortunately . . . he can't conceal his ghoulish SMILE.

GANG BOSS
Why don't we hear this from Grissom?

RACKETEER
There's something I'd like to know. How come you're wearing that stupid smirk?

JOKER
'Cause I got an army, chum. I got Grissom's army. And this city is mine.

CARMINE ROTELLI, an exceptionally oily mobster, speaks up:

ROTELLI
I don't like taking orders from Grissom. And I don't like taking orders from Grissom's goon.

JOKER
I've considered that possibility.

ROTELLI
And what happens if we say no?

JOKER
Nobody wants a war, Carmine. If we can't do business, we shake hands and part friends.

ROTELLI
That's it?

JOKER
That's it.

THE JOKER extends a hand. ROTELLI reaches out to shake it. He doesn't see the JOY BUZZER concealed in the JOKER's palm.

40,000 VOLTS course through ROTELLI's body. He drops back into his seat a blackened husk, SMOKE pouring out from his sleeves and shirt collar.

The CRIMELORDS recoil in horror. Before they can make a move, a squad of ARMED THUGS burst into the room.

JOKER
Carmine got a little hot under the collar.

CRIMELORD
. . . You're insane!

Agitated, the JOKER removes his hat and mops sweat from his brow, exposing a patch of CHALK-WHITE FLESH -- to the bewilderment of the ONLOOKERS.

JOKER
That's what they said about Lee Iacocca. Now GET OUT OF HERE. -- And THINK IT OVER!!

The sickened CRIMINALS file out cautiously. That leaves THE JOKER alone in the room with the charred corpse of ROTELLI. THE JOKER sinks into a chair and -- as is his wont -- ADDRESSES THE STIFF:

JOKER (cont.)
Heck, they're not such bad guys. I say we give 'em a couple of days to come around.
(thoughtful pause)
We-e-ll . . . maybe one day.
(then, casually)
Aaah, screw it. Let's grease 'em.

CUT TO:

60. **INT. SMALL BACK ROOM - NIGHT**

A poker game. A CRIMELORD from the JOKER's board meeting picks up his hand and fans out the cards. FIVE JOKERS.

He looks up, puzzled. The last thing he sees is a HIRED KILLER bursting in through the door, GUN IN HAND.

61. **EXT. GOTHAM PARK - DAY**

A COSTUMED CLOWN with a wheeled cart, filling balloons from a helium tank, passing them out to the kids. CRIMELORD #2 strolls past. The CLOWN offers him a balloon, which he politely refuses.

THE CLOWN reaches into his cart for a RED METAL TANK. But, as we quickly find out, it's not a helium tank -- it's a FLAMETHROWER.

CUT TO:

62. **EXT. HALLIDAY PLAZA - DAY**

A sunny, landscaped quad surrounded by corporate skyscrapers: trees, grass, marble fountains, flags of many nations. Amid the pedestrians we catch BRUCE and VICKI, all smiles, cutting through the plaza on the way to lunch.

VICKI
. . . To tell you the truth, I'd just about given up waiting.

BRUCE
I said I'd call the minute I got free. And I did. -- And here we are.

VICKI
(teasing him)
Mm hmm. Lunch. Not even dinner.

He stops in his tracks, takes her by the shoulders.

BRUCE
Vicki. Do you want the truth?
(long pause)
I wish I had more time to give you. Every day I don't see you, I miss you.
(beat)
Now. Are you going to waste this lovely afternoon being mad at me?

All this, of course, is delivered with devastating sincerity. VICKI finds herself totally disarmed.

VICKI
Okay, I'm a sucker. You sound so much like someone I used to . . .
(stopping suddenly)
Bruce? I know this is silly, but -- you're not married, are you?

He stops and laughs. She smiles crookedly, takes his arm.

63. **ANOTHER ANGLE - ACROSS PLAZA - THAT MOMENT**

PHILLY RICORSO -- another CRIMELORD from the boardroom -- enters the plaza flanked by a cadre of PAID BODYGUARDS.

64. **ON BRUCE AND VICKI**

A PAINTED STREET MIME walks alongside them, feeling his way along an imaginary wall. VICKI groans.

VICKI
All street mimes should be executed.

BRUCE
. . . Looks like a convention.

And indeed, there are HALF A DOZEN STREET MIMES converging on the center of the plaza.

RICORSO and co. approach the mirrored-glass entrance of a skyscraper. In the lobby, a MIME -- who's been annoying the passersby -- THROWS A BOLT, LOCKING THE DOORS from inside.

A BODYGUARD bangs on the glass. Nearby, ANOTHER MIME reaches into a trash bin -- and pulls out a MACHINE GUN.

SUDDEN SCREAMS OF TERROR from the onlookers.

VICKI turns to BRUCE. Before she can get his name out, he's HOISTED HER BODILY and THROWN HER behind a marble fountain.

65. **SERIES OF SHOTS**

BRUCE'S EYES darting birdlike around the plaza -- INTERCUT with the following POV SHOTS, ALL IN SLOW MOTION:

- TWO MIMES with machine guns. One of them lining PHILLY and co. up against the glass doors, the other holding the CROWD at bay;

- A WOMAN in the crowd fainting. A THIRD MIME gleefully imitating her swoon, to no one's amusement;

- PHILLY and his goons, COWERING, hands in the air, as OTHER MIMES cruelly mimic their terrified poses . .

. . . and suddenly BRUCE is RUNNING FRANTICALLY, looking for a secluded spot, an alleyway, anything. No go. He's out in the open, with onlookers everywhere. In his civvies, he's just another citizen . . . TOTALLY IMPOTENT.

He darts around a corner, backs against a wall. WOMEN, CHILDREN, GROWN MEN race past. No privacy. He's practically quaking now, in the throes of some terrible anxiety. He looks up at the sky overhead, terrified.

A BRILLIANT SUN bears down on him as MACHINE GUNS CHATTER.

66. **ANGLE ON PHILLY AND BODYGUARDS**

BODIES JERKING as GLASS rains down in shards.

67. **ANGLE ON BRUCE**

his back arched, his mouth agape, his face drained of blood as the sounds of carnage echo through the plaza. It's almost as if the bullets are striking him.

A moment later, it's all over. VICKI emerges from the crowd and finds BRUCE slumped against the wall, nearly catatonic. She moves to touch him.

As if by reflex he reaches out and GRABS HER BY THE ARMS -- with a grip so strong it could crush bone. She GASPS, looks up -- and sees, in his traumatized EYES, a look so raw and desperate that it virtually defies comprehension.

VICKI (cont.)
BRUCE!!

He blinks rapidly. He relaxes his grip. Before VICKI's eyes, he's changing . . . becoming the BRUCE she knows.

BRUCE
Oh my God . . . are you all right?

He reaches for her. Involuntarily, she steps back.

He sees her reaction and his face goes slack -- frightened, pleading. This time she lets him embrace her . . . but her face is full of bewilderment and doubt.

68. **INSERT - TELEVISION SCREEN**

A TV CREW broadcasts live from Halliday Plaza.

ANCHORWOMAN
This gangland-style execution is the third in a rash of underworld killings. I'm here with newly-elected District Attorney Harvey Dent . . .

The minicam angle WIDENS to include HARVEY DENT. The ANCHORWOMAN thrusts a mike in his face:

ANCHORWOMAN (cont.)
Mr. Dent, we've all heard the rumors. Do these murders involve the mysterious costumed vigilante known as 'Batman'?

DENT hems and haws onscreen as HYSTERICAL LAUGHTER fills the air. CAMERA PULLS BACK from the TV, placing us in the JOKER's boardroom. Behind the big desk he SWIVELS INTO VIEW, phone in hand.

JOKER
All reet! I think it's about time we called another meeting, huh?

DISSOLVE TO:

69. **INT. VICKI'S APARTMENT - DAY**

VICKI on the phone to Wayne Manor.

VICKI
Please tell him . . . I'm not trying to make his life difficult. I'd just -- I'd like to know what's going on.

70. **INT. WAYNE MANOR - BRUCE'S STUDY - DAY**

ALFRED on the other end, a feather duster in his hand. BRUCE sits a few feet away, obviously distraught. He looks at ALFRED, shakes his head no.

ALFRED
I'm sorry, Miss Vale. I've given him your messages. That's all I can do.

He hangs up. BRUCE, disgusted with himself, gets up to leave the room.

ALFRED (cont.)
Sir. Couldn't you at least speak to her?

BRUCE
I've let it go on too long as it is. It's better to end it now.

He turns away. ALFRED glowers at him.

ALFRED
Sir! -- She deserves more than that.

BRUCE
(bitterly)
I've been alone all my life, Alfred. It's all I know. -- It's all I know.

71. **INT. VICKI'S APARTMENT - THAT MOMENT - DAY**

Depressed, VICKI putters around aimlessly. She's at the stereo, flipping through records, when she hears a KNOCK at the door.

She goes to open it and finds KNOX -- wearing a big, cheshire-cat smile.

KNOX
Hiya, peanut. I got something I'd like you to see.

72. **INT. GOTHAM GLOBE - MORGUE ROOM - DAY**

A MICROFILM MACHINE. As VICKI looks on curiously, KNOX -- all eagerness now -- threads up a roll of film and begins cranking through back-issue newspapers. He finds the one he wants and stands back.

KNOX
Okay, here we go. Check it out.

VICKI stares down at the display screen. A BANNER HEADLINE reads:

THOMAS WAYNE MURDERED
Prominent Doctor, Wife Slain In Robbery
Unidentified Gunman Leaves Child Unharmed

Beneath it, a PHOTO: cops kneeling over corpses. Medics with stretchers. And off to one side, a YOUNG BOY -- BRUCE WAYNE -- his arms wrapped around the waist of a BEAT COP.

The BOY stares straight at the camera. His face is a mask of UNFORGETTABLE AGONY. You can't take your eyes off it.

KNOX
Nice snap, huh? Pulitzer Prize, 1963.

VICKI
Oh my God . . . Bruce . . .

TIGHT ON THE BOY'S contorted face, staring out in shock and disbelief, his features recognizable across all the years -- permanently, indelibly traumatized.

KNOX
Yep. He watched the whole thing happen. -- Recognize the beat cop? Jim Gordon.

VICKI
Allie, the look on his face . . . it's just like that day in the Plaza.

KNOX
Something like this -- what do you suppose this could drive a guy to?

CUT TO:

73. **INT. COFFEE SHOP - DAY**

KNOX is in a booth with VICKI, showing her the contents of his rapidly-expanding file on Bruce Wayne.

VICKI
You are on drugs.

KNOX
Yeah? According to this, he's in Geneva from '76 to '79. Well, I called Geneva. Nobody there's even heard of the guy. -- Probably off in Tibet with some kung fu master.

VICKI
Are they paying you for this nonsense?

KNOX
Everybody needs a hobby. You explain it, Vicki.
(beat)
He walks out on his own party. Half an hour later, who turns up? Batman.
(smiling)
Sees an execution, freaks out in an alleyway. No place to change.

VICKI
Allie, I know exactly why you're doing this.

KNOX
Oh. I'm just a jealous little nuisance. Is that it?

He's all but daring her to insult him. VICKI holds her silence for a moment, then changes the subject.

VICKI
He's best friends with Jim Gordon and Harvey Dent. They would know.

KNOX
. . . Okay, then, I have a confession to make. I'm the Batman.

VICKI snorts, rolls her eyes impatiently.

KNOX (cont.)
Don't believe me? Why not?

VICKI
Alexander . . . I know you.

KNOX
Right. And they know him. And that's why it would never occur to them for a minute that their old buddy Bruce puts on a cape at night and goes out looking for --

VICKI
I've had it with you. I'm leaving.

KNOX
Bruce Wayne is out of his mind.
(grabbing her arm)
Next time you call him up and he can't go out Friday night -- think it over.

CUT TO:

74. **INT. ACE CHEMICAL CO. - DAY**

LOW ANGLE on the JOKER. He stands on a catwalk high above the refinery floor, overseeing production like a demented middle manager.

75. **INT. JOKER'S LAIR - DAY**

A dank, windowless room in the bowels of Ace Chemical. SAP-LIKE GOO drips in puddles from exposed pipes overhead.

CAMERA DRIFTS across the JOKER's desk. Shipping manifests. Ledgers. PSYCHOTIC DOODLES scrawled in crayon.

More significantly: an old CONTRACT dating back to the mid-seventies. The initials 'CIA' are plainly visible.

Then: a BOUND REPORT with the title 'DDID NERVE GAS: RESULTS OF PRELIMINARY EXPERIMENTATION.' Across its title page, a red rubber stamp: 'DISCONTINUED January 1977.'

And finally: a sheaf of PHOTOS. Laboratory apes, chimps and orangutans. Their LIPS are drawn back, exposing BIZARRE, DRUG-INDUCED GRIMACES.

On one wall, a large-scale photographic reproduction of the Gotham skyline. GRINNING APES, blown up to poster size, peer over the rooftops -- simian delegates to a Kong family reunion.

A PHONE RINGS. The JOKER, who's been sitting on the floor by the city-scape, POPS INTO FRAME and picks it up.

JOKER
How's that first shipment coming?

VOICE ON PHONE
Right on schedule. Oh, we got that address for you -- 79 East End, #12-D.

JOKER
Swingin'. How'd you find it?

VOICE ON PHONE
Called her agent.

The JOKER smiles and resumes his place on the floor. Like a happy kindergartener, with paste pot and scissors, he's CLIPPING PHOTOS from a magazine -- violent scenes of chaos and destruction from some wartorn land. One by one, he PASTES the photos on the blowup of Gotham City, all along sidewalk level -- creating a massive montage of ANARCHY IN THE STREETS.

We've seen these shots before. VICKI VALE took them . . . in Corto Maltese.

76. **INT. PHOTOGRAPHER'S STUDIO - DAY**

ROWS OF MAKEUP in startling profusion: mascara, blusher, eyeliner, lipstick. BEAUTIFUL MODELS giggle into their makeup mirrors as VICKI wanders past with a former colleague, CLAIRE, who owns and operates the studio.

VICKI
The old place hasn't changed much.

CLAIRE
You have. I saw your, what were they, combat photos in Time. My goodness. -- You know, Giorgio's going with a camouflage look this year.
(eagerly pulling her aside)
I hear you've got your hooks in Bruce Wayne.

VICKI
Well -- we're having lunch on Tuesday, but, uh . . . I think it's basically over.

CLAIRE
Oh my. -- Come on, dear, Tony's dying to see you.

In a corner of the studio, TONY, a gaunt, tubercular Brit, is shooting a swimsuit layout with two SUPERMODELS. They all ad lib greetings to VICKI as TONY darts around hyperkinetically, snapping the girls in a series of poses.

TONY
Yes, ladies, smiles, show me those smiles, fabulous, tropical smiles, think Tahiti, I want to see teeth, yes, those glorious teeth --

As VICKI looks on, the SUPERMODELS freeze in place simultaneously, a strange, STRICKEN LOOK on their faces.

TONY (cont.)
My God no, don't stop now, those smiles, I need those smiles --

Suddenly the girls are LAUGHING -- but the laughter is unnatural, involuntary. VICKI, sensing that something is terribly wrong, lays a hand on CLAIRE's arm.

The MODELS, now wearing HUGE SMILES, go into VIOLENT SPASMS.

TONY (cont.)
Yes! Oh baby, YES! That's --
(beat)
No! Too far, too far! Pull back, pull back!
(dropping the camera)
OH MY GOD!

The SUPERMODELS PITCH TO THE FLOOR, shuddering convulsively, their LIPS drawn back in FRIGHTFUL, FROZEN, LAB-APE GRINS. VICKI GASPS. CLAIRE SCREAMS. TONY SCREAMS.

CUT TO:

77. **INT. TELEVISION STUDIO - EVENING**

The Eyewitness News set, with anchors BECKY NARITA and DAVE McELROY.

BECKY
The fashion world was stunned today by the sudden deaths of models Patsy Walker and Katie Keene. Cause of death has been attributed to a violent allergic reaction, although authorities have not ruled out the possibility of drug use. Dave?

DAVE
In Gotham, plans continue for the city's 300th birthday celebration as the mayor announced --

A TECHNICIAN'S HAND passes a slip of paper into frame.

DAVE (cont.)
This bulletin just in. Three mysterious deaths at a beauty parlor in --

Off to the left, BECKY begins to LAUGH. DAVE FROWNS.

DAVE (cont.)
Becky! This is hardly the --
(his eyes widen)
BECKY!!

An offscreen CRASH. DAVE jumps out of his seat, mouth agape in horror.

BECKY HAS GONE INTO CONVULSIONS. CAMERA WHIPS RIGHT AND LEFT as she jerks out of her seat and TOTTERS UNCONTROLLABLY across the set, LAUGHING INSANELY.

TECHNICIANS rush the soundstage in a frenzy. BECKY spins like a dervish and LURCHES BACKWARD over the newsdesk in a death spasm, giving us a quick look at the grisly Joker's grin etched on her now-lifeless face.

DAVE
KILL THE CAMERA!! KILL THE --

Suddenly, CRACKLING VIDEO STATIC wipes out the screen. A moment later, we're looking at:

78. **SPLITSCREEN CLOSEUP - THE SUPERMODELS**

Their gorgeous faces sprout BIG, ANIMATED-CARTOON GRINS as a BOUNCY TUNE -- "Put on a Happy Face" -- comes up underneath.

MODELS (CARTOON VOICE)
. . . Love that Joker!

79. **INT. SUPERMARKET - DAY**

MUSIC CONTINUES as a deranged pitchman -- THE JOKER -- pushes his shopping cart down the aisle. The shelves are filled with products bearing his TRADEMARK HARLEQUIN'S FACE. He waves merrily in time to the music.

80. **INT. STUDIO - VIDEO CONTROL BOOTH - THAT MOMENT**

TECHNICIANS swarm the booth. The studio feed has been JAMMED. Every monitor shows THE JOKER'S PROMO.

DIRECTOR
WHERE'S IT COMING FROM??

TECHNICIAN
I DON'T KNOW!

81. **CLOSEUP - THE JOKER**

He thrusts a brightly-colored package at the camera.

JOKER
. . . new improved Joker brand. With the secret ingredient . . . SMYLENOL!
(a sweep of the hand)
Let's go to our blind taste test.

TIGHT ON an anonymous MAN -- GAGGED AND BLINDFOLDED, tied to his chair, squirming, struggling. On the table before him is a package labelled "BRAND X." A SUPERIMPOSED TITLE reads: "NOT AN ACTOR."

JOKER (cont.)
Ooh. He's tense. Irritable. Out of sorts.
(wagging a finger)
He's been using Brand X! But with new improved Joker brand . . .

ANGLE WIDENS to include a BLINDFOLDED CORPSE, limp in his chair, GRINNING HORRIFICALLY.

JOKER (cont.)
. . . it's a SMILE EVERY TIME!!

82. **INT. GOTHAM BEDROOM - THAT MOMENT**

A YOUNG MAN watching the bedroom TV as he dresses for a date. He's got an aerosol deodorant can poised under one arm, ready to spray. He looks down at the can, suddenly uncertain. Could it be . . . ?

83. **INSERT - TV SCREEN - THE JOKER**

lounging beside a full-sized photo of a Jokerized SWIMSUIT MODEL -- with GREEN HAIR and CHALK-WHITE FLESH.

JOKER
That luscious tan, those ruby lips -- and hair color so natural, only your undertaker knows for sure!

84. **INT. GOTHAM KITCHEN - THAT MOMENT**

A FAMILY in their kitchen, eyeing a 12-inch portable as MOM serves dinner. They dig in automatically, then FREEZE with their forks in midair.

85. **EXT. STREETS - SERIES OF SHOTS - NIGHT**

DELIVERY TRUCKS, bearing colorful manufacturers' logos, drive through the city bringing tainted products to market.

JOKER (V.O.)
I know what you're saying. Where can I buy these fine, fine products? -- Well, that's the gag, folks, you never know. Chances are . . . you've bought 'em already!!!

86. **INT. WAYNE MANOR - STUDY - NIGHT**

ALFRED THE BUTLER in a crouch, glued to the tube. Onscreen, the JOKER leers -- and gives the camera a BIG JUICY WINK.

JOKER
Now on your grocer's shelf. So remember -- use Joker brand -- and put on a happy face!!

MUSIC UP. VIDEO SNOW fills the screen as the jammed transmission ends. ALFRED looks over his shoulder as we TRACK IN ON THE GRIM, DETERMINED FACE OF BRUCE WAYNE.

87. **SERIES OF SHOTS**

-- The Gotham Globe cartwheeling into frame:

PANIC GRIPS GOTHAM
Contaminated Products Claim 13 Lives
WHO IS THE MYSTERIOUS "JOKER"?

-- An ANCHORWOMAN on the evening news. Her complexion is curiously sallow. BLACK BAGS show under her eyes.

ANCHORWOMAN
-- six new deaths, with no clues as to the Joker's identity or demands. The list of potentially lethal products now includes: perfume, mascara, cold cream --

-- An ANCHORMAN with a BIG UGLY ZIT on his nose:

ANCHORMAN
-- a seeming pattern of beauty and hygiene products. Cologne, mouthwash, underarm deodorant --

-- The original ANCHORWOMAN, whose look is now 100% natural. Her hair is frizzy. Her eyebrows are missing altogether. Every wrinkle on her face is plainly visible.

ANCHORWOMAN
Hair spray and eyebrow pencil. We repeat: do not use the following products --

-- A LARGE DRUGSTORE. CASHIERS sit idly by the registers. The store is utterly devoid of customers.

DISSOLVE TO:

88. **EXT. STREET - DUSK**

From across the street we see VICKI headed down the sidewalk toward a museum. A GLOVED HAND reaches for a pay phone.

VOICE
She's outside the Fluegelheim.

89. **INT. ALICIA HUNT'S PENTHOUSE - THAT MOMENT**

A BONE-WHITE HAND slams a phone receiver down. THE JOKER is at his vanity. He's rinsed his hair black. He's applying pounds of pancake base to his bleached face, his puckered cheeks. In the right light he could almost pass for human.

In all of Gotham, he's the only person still using makeup.

A DREAMY, DRUGGED VOICE intrudes:

ALICIA
Jack? Who was that?

As he looks up at the mirror, we get a quick glimpse of ALICIA behind him. The voice, the long blonde hair, are unmistakable. But for some reason, ALICIA'S FACE is COVERED . . . by a SHINY WHITE PORCELAIN DOLL'S MASK.

JOKER
Get dressed. We're going out.

90. **INT. FLUEGELHEIM MUSEUM - EVENING**

A Gotham landmark, the Fluegelheim looks like something Frank Lloyd Wright would've dreamed up -- a large open atrium encircled by a stucco RAMP, which spirals up along the interior walls to the CEILING four stories above. You walk up this gently-inclined ramp to view the paintings.

91. **INT. FLUEGELHEIM - ROOFTOP TEA ROOM - EVENING**

The upper terminus of the ramp opens on an airy, fern-filled dining room popular with tourists and elderly matrons who work up an appetite looking at art. VICKI enters, camera bag slung over one shoulder, portfolio in hand -- ready for what will probably be her last date with BRUCE.

VICKI
I'm Vicki Vale --

MAITRE D'
Yes, Mr. Wayne phoned. He's been delayed. --
We have a table waiting.

92. **INT. TEA ROOM - TWENTY MINUTES LATER - EVENING**

VICKI, sipping on a gin and tonic, checks her watch. A WAITER brings her a small parcel, wrapped in brown paper, bearing a single word: URGENT.

WAITER
Miss Vale, this just arrived for you.

As the WAITER leaves, she tears off the wrapper. Inside is a small white box and a NOTE -- SCRIBBLED IN CRAYON.

DEAR V. VALE,
PUT THIS ON RIGHT NOW.

Unsigned, of course. VICKI opens the box to find a MINIATURE GAS MASK.

She hears a strange HISSING NOISE. A few feet away, PURPLE SMOKE is billowing out of an air-conditioning vent.

TRAYS OF FOOD CRASH TO THE FLOOR as WAITERS pass out. ART LOVERS drop forks, go face down in their pasta salad.

VICKI hurriedly fits the gas mask over her nose and mouth. Within seconds, she's the only one conscious in the room.

93. **INT. MUSEUM - THAT MOMENT**

PURPLE SMOKE plumes up toward the ceiling as we TILT DOWN toward the floor of the atrium. PATRONS and SECURITY GUARDS lie sprawled on the floor, twisted at odd angles, out cold.

The mist is clearing now. The doors swing open and in strolls THE JOKER, looking quite dapper in his street makeup and BIG PURPLE PIMP'S HAT.

A GOON SQUAD enters behind him. They lock the entry doors, set up a "CLOSED" sign, and begin uncrating LARGE CANS OF BLACK PAINT.

The JOKER moves to the ramp, examines the artwork with an appreciative eye.

JOKER
Okay, boys, let's broaden our minds.

He stops at Rouault's "Head of Christ," holds up a PEARL-HANDLED CANE to get a better perspective. Then he pulls a THIN, SHARP SWORD from the head

of the cane and -- with two swift strokes, Zorro-like -- carves a BIG JOKER SMILE in the canvas.

He ambles up the ramp, stepping over collapsed patrons, pausing before the facial portraits. Manet's barmaid, a Degas ballerina -- all get the razor treatment. Behind him his CRONIES work their way up the ramp, HEAVING BLACK PAINT on every canvas the JOKER has missed.

He cocks an eyebrow at Edvard Munch's "THE SCREAM."

JOKER
I kinda like this one. Leave it.

94. **INT. TEA ROOM - A MOMENT LATER - EVENING**

VICKI at her table, still wearing the gas mask, scared as hell. The lights wink out and the room goes dark. The JOKER saunters over and pulls up a chair.

JOKER
I think it's safe to take that off.

Despite the heavy makeup, VICKI recognizes the deranged smile instantly. She removes the gas mask, tries to gather her wits.

JOKER (cont.)
You're quite beautiful.

VICKI
. . . Thank you.

JOKER
Unfortunate, but I think we can work around it.

He sets a couple of CANDLESTICKS on the table and reaches for his lighter. A LONG JET OF FLAME shoots out, Jerry Lewis-style, as he lights the candles.

JOKER (cont.)
You're Vicki Vale. I guess you know who I am. --
Is this your portfolio?

She nods. He opens it, begins leafing through the record of VICKI's career. Newspaper photos from the Globe, at first. Then, magazine covers of celebrities -- and, as her career becomes international in scope, heads of state and exotic vistas.

JOKER (cont.)
Crap. Crap. Crap, crap, crap . . . Ahhh. Now here's what caught my eye.

He's come to the COMBAT PHOTOS from Corto Maltese.

JOKER (cont.)
The skulls. The bodies. The fun stuff. You give it all such a glow.
(smirking)
I don't know if it's art, but I like it!

VICKI is squirming, but she doesn't think it wise to debate the point.

JOKER (cont.)
See, I'm just an old cornball, but I live for beauty. I look around at my drab little city, it gets me down.
(enraptured)
Then it came to me that what Gotham City needs . . . is beautification. Kind of a big makeover.
(indicating the photos)
And this is exactly the look I'm going for. You know the saying. "In his image created he them"?

VICKI
You mean -- you want a --

JOKER
A visual record, yes. A before-and-after kind of thing.
(leaning closer)
This could make your reputation.

He oozes twisted charm. It's almost as if he's coming on to her. But just then, a tiny BELL sounds behind them . . . and a VOICE intrudes:

VOICE
Jack?

ALICIA steps out of a ROOFTOP ELEVATOR and wanders in, drugged, wraith-like. She's still wearing the porcelain DOLL'S MASK we saw earlier.

JOKER
Christ, it's my girlfriend. -- WHAT?

ALICIA
You said I could look at the pictures before you -- before you --

JOKER
Shucks, honey, I forgot.
(rolling his eyes at VICKI)
I'm in trouble now.
(to ALICIA)
This is business, sweetie. Why don't you go outside and see how the boys are coming?

VICKI can't take her eyes off this strange figure drifting eerily through the abandoned room. Hesitantly, she asks:

VICKI
. . . Why the mask?

JOKER
Alicia! Come here, have a seat. Show Miss Vale why you wear the mask.

ALICIA sits down numbly and begins to undo the mask.

JOKER (cont.)
You see, Miss Vale, Alicia's beautiful. One in a million. A work of art. In fact . . .

We're looking at ALICIA's profile as the mask comes off. The side that's turned to us is indeed beautiful. But the side we can't see . . . SENDS VICKI RIGHT OVER THE EDGE.

JOKER (cont.)
She makes you look sick.

VICKI lurches out of her seat, knocking it over, HER FACE FROZEN IN HORROR. THE JOKER advances on her. She tips a chair in his path.

VICKI
You SCUM! You SICK FILTH! . . . You DID THAT to her!

JOKER
What? I improved her a little . . .

VICKI
I'll see you burn. I'll see you dead. -- GET AWAY FROM ME!!

JOKER
Gee, was it something I said??
(brightly)
Do you want to sniff my flower?

There's a BRIGHT PURPLE BOUTONNIERE in his lapel. He holds it up for VICKI's inspection as he moves menacingly closer.

VICKI
NO!

The JOKER squeezes a concealed BULB. A JET OF CLEAR LIQUID spurts out of the FLOWER, NARROWLY MISSING VICKI.

She GASPS. BUMPS INTO A TABLE. ACRID BLACK SMOKE rises from the floor where the clear liquid hit. Acid.

VICKI backs into a WAITER'S CART. Her hand closes around a pitcher. She FLINGS IT at the JOKER'S HEAD, DOUSING HIS FACE WITH WATER.

His hands go up and he doubles over, SHRIEKING. MAKEUP runs through his fingers as he reaches for a napkin. Then, with a gruesome CACKLE -- like the Wicked Witch of the West dissolving -- he TURNS on VICKI, his HIDEOUS RAVAGED FACE exposed to view.

VICKI
Your face. That's your real face. You're --

Aghast, VICKI hoists her camera and begins snapping the shutter -- as the JOKER advances, enjoying himself, striking a series of MENACING POSES.

JOKER
Beautiful? Yes, but beauty -- is in the eye -- of the beholder.

VICKI, cornered, grabs a plate. She's rearing back to heave it at him when he LUNGES FORWARD and grabs a fistful of her hair. Giggling insanely, he draws her face ever closer to the deadly FLOWER in his lapel.

JOKER (cont.)
Come on, Miss Vale . . . STOP AND SMELL THE ROSES!!

And then -- abruptly -- A SKYLIGHT SHATTERS in a hail of glass. A CAPED SHADOW drops to the floor of the tea room. And all at once, THE JOKER finds himself face to face with . . .

THE BATMAN!

On his wrist is a STEEL GAUNTLET. He AIMS IT at the JOKER, then PIVOTS suddenly -- POINTS HIS ARM THROUGH THE DOOR OF THE RESTAURANT -- AND FIRES A METAL SPIKE into the stucco wall of the RAMP OUTSIDE!!

JOKER
. . . YOU!!

On the end of the spike is a CORD leading to BATMAN's belt. In the wink of an eye he's GRABBED VICKI and PLUNGED OVER THE RAMP WALL, FOUR STORIES STRAIGHT DOWN TO THE ATRIUM FLOOR BELOW!!!

JOKER
GET 'EM!! GET 'EM!!

GOONS are stationed at various points along the ramp, still defacing master-pieces. They pull guns and OPEN FIRE as BATMAN and VICKI plummet past.

95. **ANGLE ON BATMAN AND VICKI - AS THEY FALL**

ROPE whistles through BATMAN's gloved fist as the GAUNTLET sprouts STEEL WINGS -- forming a BULLETPROOF SHIELD over their heads!

TWO FEET ABOVE the marble floor, THE ROPE jerks them up short -- like a bunjee cord. GUNS BLAZE as BATMAN and VICKI drop safely to earth and MAKE FOR THE EXIT.

The doors are LOCKED. BATMAN spots the black "CLOSED" sign on a metal stand, picks it up, and HEAVES IT through the glass doors. VICKI hustles through and makes for a side alley.

96. **EXT. SIDE ALLEY - THAT MOMENT - DUSK**

VICKI rounds the corner just as BATMAN lobs a SMOKE PELLET into the doorway of the Fluegelheim.

BATMAN
GET IN THE CAR!

VICKI
WHICH CAR?

VICKI suddenly feels quite stupid. Because -- while there are many cars parked along the side alley -- there is only one BATMOBILE.

VICKI (cont.)
. . . Oh.

The BATMOBILE is sleek, futuristic, and . . . well, indescribable. Imagine your own. VICKI climbs into the passenger seat and is immediately dazzled by a stunning array of electronic gadgetry.

BATMAN
Ignition!

As he sprints down the alley, a COMPUTER DISPLAY on the dashboard registers his unique voiceprint. A tinny, synthesized VOICE repeats the command:

COMPUTER
Ignition.

The engines are revving up even as BATMAN vaults into the cockpit.

Guns in hand, the JOKER'S GOONS are stumbling out of the Fluegelheim, hacking, coughing, blinded by smoke. They DIVE FOR THEIR LIVES as the BATMOBILE comes barrelling out of the alley at ninety miles an hour.

JOKER
I WANT HIM!! I WANT HIM!!

The JOKER climbs into the back of a van labelled "MONARCH PLAYING CARDS." Some of his GOONS pile into the van behind him, the rest into TWO CARS waiting nearby.

97. **EXT. STREETS - THAT MOMENT**

SIRENS HOWL as POLICE CARS converge on the Flugelheim.

98. **INT. BATMOBILE - THAT MOMENT**

VICKI
Look! Police!

BATMAN
I know. I called them.

VICKI
Shouldn't we --

A POLICE CAR whizzes past the BATMOBILE. TIRES SKID. The COP CAR does a quick 180 and sets out in hot pursuit of the BATMOBILE. BATMAN FLOORS THE ACCELERATOR in response.

99. **INT. VAN - THAT MOMENT**

TIGHT ON the demented face of the JOKER. He catches sight of the BATMOBILE and screams into a RADIO DISPATCHER'S MIKE.

JOKER
SOUTHBOUND! FOLLOW THAT -- BAT!

100. **EXT. STREETS - THAT MOMENT**

PEDESTRIANS SCATTER as the JOKER's TWO GOON CARS swerve hard left and barrel through a crowded intersection.

101. **INT. BATMOBILE - THAT MOMENT**

ONLOOKERS GAWK as the sleek supercar RIPS UP THE PAVEMENT.

BATMAN
GODDAMMIT!

They're moving up on an EMPTY BLOCK -- a NIGHT CONSTRUCTION TEAM. A HUGE PIECE OF HEAVY MACHINERY backs up slowly and inexorably, BLOCKING THE INTERSECTION.

BATMAN guns the engine. SWERVES LEFT. Tries to glide past. And HITS THE BRAKES -- stopping inches short of a head-on collision with a lamppost!

He jumps out of the car. No chance to get through. THE JOKER'S VAN is two blocks back and coming up fast.

ONLOOKERS and CONSTRUCTION WORKERS form a cluster around them.

VICKI
Can't we --

BATMAN
Too many people. Come on!
(as she scrambles out)
SHIELDS!!

The BATMOBILE's computerized VOICE replies:

COMPUTER
Shields.

With a series of CLANGS, CHROME-STEEL PLATES slide into place -- across the cockpit, over the tires -- leaving the BATMOBILE an inert, impenetrable BLOCK OF BLACK METAL.

BATMAN and VICKI sprint through the CONSTRUCTION SITE, vaulting over mounds of loose dirt and concrete rubble.

102. **INT. VAN - MOVING - NIGHT**

THREE POLICE CARS, bubbles blazing, OVERTAKE THE JOKER'S VAN and bear down on the abandoned BATMOBILE.

JOKER
Slow down. Let's get out of here!

The VAN does a discreet U-turn and rumbles off sedately down the street.

103. **EXT. SIDE STREET - THAT MOMENT - NIGHT**

BATMAN and VICKI zigzag past storefronts and candy stands, dodging astonished PEDESTRIANS.

104. **INT. CAR - MOVING - THAT MOMENT**

FOUR GOONS with GUNS. They spot BATMAN and VICKI coming off the side street. The DRIVER speaks into a radio:

DRIVER
Boss! We got 'em!

105. **EXT. STREET - THAT MOMENT - NIGHT**

BATMAN and VICKI race down the sidewalk. The car is gaining on them. A SUDDEN SPRAY OF BULLETS shatters a storefront; BATMAN and VICKI dive out of sight behind a parked car and ROLL into a BLIND ALLEY.

106. **INT. ALLEYWAY - NIGHT**

Hunkered on the pavement, they watch the car glide past the mouth of the alley. VICKI sighs in relief. BATMAN -- still alert, his muscles tensed -- puts a restraining hand on her arm. He looks overhead, sees a catwalk spanning the width of the alleyway five stories up.

BATMAN
How much do you weigh?

VICKI
. . . A hundred and eight?

He does some quick mental calculations. A beat. Then the CAR reappears -- backing up -- blocking their only avenue of escape. BATMAN unfurls a rope, HEAVES A BATARANG UPWARD, and grabs VICKI roughly about the waist.

BATMAN
HANG ON!

The JOKER'S THUGS pile out of the car. The BATARANG catches on the catwalk, and BATMAN triggers the spring-action REEL on his utility belt.

BULLETS zing past as BATMAN and VICKI WHIP UPWARD like fish on a line. One story; two stories; and then . . .

They slow. They STOP. They DANGLE IN MIDAIR as the Joker's goons advance. BATMAN wriggles, twists. VICKI SCREAMS.

Her additional weight is too much for the reel mechanism. They're stranded two stories up -- SITTING DUCKS.

BATMAN
Whatever happens -- DON'T LET GO!!

In the wink of an eye he's detached the reel from his own waist and hitched it around VICKI's belt. Before she has a chance to protest, he LETS GO.

VICKI rockets upward at blinding speed, shreiking all the way. BATMAN, his cape billowing, PLUMMETS DOWNWARD.

VICKI slams up into the catwalk and BOBS on the end of the line as BATMAN lands with a loud crash, overturning a row of garbage cans. The GOONS are on him in a flash. Random kicking and flailing ensue; BATMAN manages to slam two GOONS into a wall, but before he can get to his feet . . .

GOON III slams a lead pipe into the back of his skull. He's down for the count.

The THUGS dust themselves off and circle around his prostrate form, still wary. The LEAD THUG holds his colleagues back, draws his gun, and fires TWO SHOTS, point-blank, at the yellow-and-black INSIGNE on BATMAN's chest.

The body jerks. They edge closer. And stop.

GOON I

. . . No blood.

GOON II

Jesus.

GOON III

Wait a minute.

GOON III screws up his courage and crouches beside the body. He examines THE BATMAN'S TUNIC . . . and RIPS IT OPEN.

GOON IV

. . . What is that?

GOON III

Some kind of body armor.

GOON I

He's human after all. -- Take that mask off.

107. **EXT. ROOFTOP - ON VICKI**

VICKI has pulled herself up onto the roof of the adjacent building. Down below, the THUGS are removing BATMAN's cowl. But at this height -- and this angle -- she can't see his face. She reaches for her CAMERA BAG.

108. **ANGLE ON GOONS**

peering down open-mouthed at the unconscious face of BRUCE WAYNE.

GOON I

Well? . . . Who is this guy?

GOON II

I dunno. You seen him before?

GOON III

Maybe he's got some kind of I.D.

GOON IV

Good idea. Let's check his wallet.

GOON I

We'll worry about it later. Plug him. -- In the head.

GOON II draws his automatic. And at that very instant . . . A FLASH GUN EXPLODES OVERHEAD.

Startled, the THUGS look up. ANOTHER CAMERA FLASH.

GOON III
Goddam, it's the redhead!

109. **ON VICKI**

A chunk of ledge chips off mere inches from her head as the GOONS OPEN FIRE. She ducks back behind the overhang, holds the camera out over the ledge, and KEEPS ON FLASHING.

110. **ON BRUCE**

HIS EYES WINK OPEN.

111. **ON VICKI**

She's used up her roll. The GOONS KEEP SHOOTING as she reaches in her bag for new film. She finds it, loads the camera -- and then reaches back inside for a TELEPHOTO LENS. All the better to see you with, Batman . . .

112. **ON THE THUGS**

No response from VICKI. They begin to relax a little.

GOON II
Did you hit her?

GOON I
Who cares? Wax that freak.

They turn their guns on BRUCE. A GLOVED HAND snakes out, GRABS GOON I BY THE COATTAIL and yanks him DIRECTLY INTO THE LINE OF FIRE. GOON II has pulled the trigger twice before he knows what's happened.

In one fluid motion BRUCE HEAVES GOON I's lifeless body THROUGH THE AIR, knocking GOON II backward over a garbage can. GOON II falls and CRACKS HIS HEAD on the nearest wall.

GOON III takes a rabbit punch to the throat. On the way down he catches a STEEL-TOED BOOT in the gut.

Four seconds after all this began, BRUCE is alone in the alleyway with GOON IV. GOON IV has his gun out, but he's shaking too much to pull the trigger. BRUCE smiles. GOON IV SCREAMS and RUNS FOR HIS LIFE.

Through all this, VICKI's camera has been poised on the ledge, snapping away. BRUCE looks up, shakes his head, and bends to retrieve his cowl.

113. **EXT. ROOFTOP - ON VICKI**

She peeks down at the alley. Limp goons everywhere. And, in addition, THE BATMAN -- grabbing the edge of a fire escape, climbing up to meet her.

VICKI thinks fast. She may have a clean shot of BATMAN'S FACE. She removes the roll, drops it down her blouse, and scurries across the roof. She should have a minute or so to get away before BATMAN arrives.

It's a three-foot drop to the next roof over. VICKI clambers down and quickens her pace, tossing a nervous glance over her shoulder every couple of steps.

Then, somehow -- and she'll be damned if she can figure out how -- she walks smack into THE BATMAN.

BATMAN
. . . Not even a 'thank you'?

VICKI
Well -- I think you might consider thanking me.
You were good as dead.

BATMAN
That's because you lied about your weight.
(a long pause)
Thank you.

VICKI NODS and tries to walk past him. He grabs her arm.

BATMAN (cont.)
I'll have to ask you for that film.

VICKI
I just wanted to distract them. I wasn't trying to get a picture of you.

BATMAN looks down at the camera hanging from her neck. The telephoto lens must jut out six inches. He smiles menacingly.

BATMAN
Please.

VICKI
I know! You can break my neck and take it! But the Joker's on that same roll. I --

BATMAN
The Joker would've killed you, Vicki --

VICKI
Look, I appreciate what you did for me. But this is my job. And I'm keeping those pictures.

BATMAN
Here's the deal. I'll develop the photos. Anything I don't want, you're free to keep.

VICKI
How do I know you won't keep them all?

BATMAN
Come with me if you want.

He takes gently by the shoulders. His voice is deep and soothing. VICKI is a little dizzy from all that's happened, but she's undeniably drawn to him.

Still cautious, though. She reaches into her bag and hands over a roll of film. The original roll -- not the telephoto shots, which are still stashed in her blouse.

BATMAN (cont.)
That's better. Thank you.

VICKI
. . . Where are you going to take me?

No reply. She looks up into his mirrored eyes. He pulls her close, brushes back her hair, runs one hand delicately along the line of her cheek . . .

. . . AND BREAKS A TINY CAPSULE under her nose. VICKI SLUMPS into BATMAN's arms, unconscious.

CUT TO:

1. **EXT. ALLEYWAY - NIGHT**

Street level. BATMAN emerges carrying VICKI's inert form in his arms and spots the BATMOBILE two blocks away. The car is still there, the chrome-steel shields intact. But DOZENS OF COPS and CURIOSITY-SEEKERS are SWARMING ALL OVER the fearsome machine. BATMAN snorts in frustration.

Just then, A GIANT THREE-TON CATERPILLAR WINCH rumbles up the street toward the Batmobile. He's about to get towed.

He takes a RADIO TRANSMITTER from his utility belt and SPEAKS INTO IT:

BATMAN
Shields open.

115. **EXT. STREET - ON BATMOBILE**

TWO COPS are crawling along the hood of the car. From within they hear the tinny computerized voice:

COMPUTER
Shields open.

The steel plates begin to retract.

BATMAN (V.O.)
(over radio)
Ignition.

COMPUTER
Ignition.

The stunned COPS gaze into the Batmobile's cockpit.

COP
There's somebody in there!

They TUMBLE OFF THE HOOD as the turbine engines ROAR TO LIFE and THE BATMOBILE BEGINS TO MOVE.

COPS AND ONLOOKERS quickly clear a path. They stand there stunned as the futuristic auto PICKS UP SPEED and advances toward the end of the block. The LEFT TURN SIGNAL flashes dutifully. And the BATMOBILE VANISHES AROUND THE CORNER.

PANDEMONIUM BREAKS LOOSE as the COPS bolt for their cars.

116. **EXT. STREET - NIGHT**

SIRENS WAIL. PASSERSBY STARE SLACKJAWED at the driverless BATMOBILE as it tears down the street, passing, darting, dodging buses and CUTTING OFF TAXIS -- all with a squad of COP CARS in hot pursuit.

117. **EXT. ALLEYWAY - NIGHT**

BATMAN sees the BATMOBILE rounding the corner. With VICKI in his arms, he STEPS DIRECTLY INTO THE PATH OF THE ONRUSHING HEADLIGHTS.

BATMAN
STOP!

BRAKES SQUEAL. The BATMOBILE stops one yard short of BATMAN and VICKI. A moment later BATMAN is AT THE WHEEL.

SIRENS BUILD. LIGHTS FLASH. The COP CARS are now visible behind them. BATMAN floors the pedal; the Batmobile's powerful AFTERBURNERS kick in; and the hapless cops KILL THEIR SIRENS as BATMAN zooms off into the night at 140 mph.

DISSOLVE TO:

118. **INT. BATMOBILE - NIGHT**

BATMAN drives down a deserted stretch of road lined by ancient tall pines. VICKI is gradually coming to on the passenger's side.

VICKI
. . . How long have I been out?

BATMAN
Quite a while. I took the scenic route.

VICKI
(gazing around her)
Well, I've certainly enjoyed it. -- What's that?

He's just hit a BUTTON on the dashboard.

BATMAN
Garage door.

119. **EXT. ROAD - THAT MOMENT - NIGHT**

At the side of the road, a fallen tree RISES HYDRAULICALLY INTO THE AIR -- revealing a SECRET ROAD invisible from the main thoroughfare.

Doing sixty, the BATMOBILE makes a hairpin turn. Seconds later, the FALLEN TREE drops back magically into place.

120. **INT. BATMOBILE - A MOMENT LATER - NIGHT**

As they cruise down the hidden road, VICKI STUDIES BATMAN'S FACE. KNOX's words are very much on her mind.

VICKI
I meant to ask you. Up on the roof -- how did you know my name?

BATMAN SMILES in response. VICKI smiles with him.

VICKI (cont.)
I'm serious. How did you know?

No reply. VICKI frowns, looks through the windshield, and SEES -- much to her horror -- an enormous SHEER CLIFF WALL LOOMING DEAD AHEAD.

Wide-eyed, she looks at BATMAN. Still smiling, he HITS THE GAS -- SPEEDING UP. She lets out a SCREAM.

121. **ANGLE ON CLIFF WALL**

One second to impact. Suddenly the cliff wall VANISHES ALTOGETHER -- revealing, in its place, the GAPING MOUTH OF AN UNDERGROUND CAVERN.

The Batmobile zooms through. A moment later, the CLIFF WALL -- which is nothing more than a HOLOGRAPHIC PROJECTION -- winks back into existence, showing no trace of the cavern.

122. **INT. BATCAVE - NIGHT**

Welcome to another world -- a vast, dank world of perpetual night, unchanged by the centuries. GNARLED STALACTITES hang from arching, ribbed walls. Cramped, craggy passageways spiral off from the main vault, mazelike, descending into impenetrable darkness.

And then -- in the midst of all this prehistoric splendor -- an incongruous sight: vast banks of blinking computers. A fully-equipped machine shop. A state-of-the-art crime lab. This is THE BATCAVE, ancient, futuristic, home of gleaming technology and primordial mystery.

BATMAN climbs out of the car. He removes his cape, strips off his bullet-riddled jersey and body armor to reveal TWO SWOLLEN WELTS on his chest. He goes to a rack along one wall and picks out a fresh tunic; VICKI wanders over to examine the row of bat-suits -- and the BODY ARMOR.

VICKI
What is this stuff? Kevlar?

BATMAN
Better. It's not on the market yet.

VICKI
It doesn't protect your head, though.

BATMAN
That's why I wear a target on my chest.

THE BATMAN takes obvious pleasure in showing her his subterranean lair. His tone is jokey, almost flirtatious. Behind the mask, he's a lot looser, more carefree, than some guys we could name . . .

. . . like Bruce Wayne.

VICKI
How'd you find this place?

BATMAN
Exploring. In the woods. Many years ago. -- I was a solitary child.

VICKI'S HEAD jerks up abruptly. In the dim recesses overhead, BATS ARE SCREAMING. She shivers.

BATMAN (cont.)
They won't come down here. They're afraid of the lights.

VICKI
I loathe bats. They're --

BATMAN
Terrifying? I know.
(spreading his wings; smiling)
In my line of work that's an advantage.

VICKI, awed, wanders around gaping at high-tech marvels. On a lab table, amid the beakers and test tubes, are dozens of TAINTED PRODUCTS: makeup, deodorant, etc. Nearby, a COMPUTER PRINTER begins to chatter; VICKI watches information scrolling across the main monitor.

VICKI
What is that?

BATMAN
Police database. I'll do your photos now.

He goes to a HIGH-SPEED PHOTO PROCESSOR -- the kind they have at Fotomat -- and loads the roll. Then he sits down at the computer monitor.

BATMAN (cont.)
They've got it all wrong. They're watching the warehouses, the loading docks, looking for a tamperer. The Joker is supplying tainted ingredients at the source.

VICKI
That can't be. That would mean every shipment of every product is poisoned. We'd all be dead.

BATMAN
No. Every product contains one component. The elements react in combination. Hair spray won't do it. But hair spray and perfume and lipstick will.
(nodding his head)
Untraceable. It's very elegant.

VICKI wanders over to the edge of a DEEP BLACK PIT. She kicks a pebble over. Long seconds pass; no sound.

She looks up. Suspended over the bottomless pit are a pair of GYMNAST'S RINGS. This guy is dedicated.

VICKI
I just can't absorb it all. This place, the equipment.
What it must have cost.
(laughing in disbelief)
Why do you wear that mask?

BATMAN
I don't want to jeopardize anyone close to me.

VICKI
If you don't mind my asking -- who's close to you?

A rhetorical question. BATMAN, stuck for an answer, smiles slightly to himself, then moves to the photo machine and examines the finished prints.

BATMAN
Your photos are ready.

He hands her the photos. Joker. Joker. Joker. And four shots of BATMAN in action. He's without his mask, but there's no clean angle on his face.

BATMAN (cont.)
Does this give you what you wanted?

VICKI
You could've killed him, you know. You could have killed the Joker.

BATMAN
I had to save you, Vicki. I --
(turning to face her)
Please trust me.

The request is sudden and oddly plaintive. VICKI's hand goes automatically to her belt, finds the telephoto roll concealed in her blouse. He sees the gesture; their eyes meet; and all at once, VICKI understands what he's really asking for.

But she can't bring herself to speak. Eventually BATMAN turns to shut down the photo machine. Trembling now, she steps up silently behind him and reaches for his cowl. At the last second . . . she STOPS.

VICKI
. . . Bruce?

HE FREEZES IN PLACE for an indecisive moment. Then:

BATMAN
Are you talking to me?

He turns in seeming incomprehension. And shows her a SMILE . . . the same curious, childlike, painfully lonely smile she saw on BRUCE's face that morning when she caught him singing.

BATMAN (cont.)
Maybe we've had enough for one night.

He's going to let her keep the second roll. Almost in a trance now, she lets him lead her to the BATMOBILE. As she takes her seat he reaches into his utility belt and hands her another KNOCKOUT CAPSULE.

BATMAN (cont.)
Don't be afraid. I'm here.

He climbs in on the driver's side. VICKI takes one last look at the familiar SMILE beneath the mask . . . then breaks the capsule and BREATHES DEEP.

FLAME ERUPTS from the rear of the Batmobile as the afterburners kick in and BATMAN screeches off. A FIERY RED GLOW fills the screen, BURNING OUT THE IMAGE as we

DISSOLVE TO:

123. **EXT. GOTHAM STREET - 1963 - NIGHT (VICKI'S DREAM)**

The red glow resolves itself into a DREAMLIKE STREET SCENE: liquid, weightless figures moving in a tinted, soundless cityscape as DISTANT, TINKLY CARNIVAL MUSIC plays underneath. We're outside a theatre watching first-nighters emerge from the opening of a hit musical.

In the crowd we pick out THREE FIGURES: DR. THOMAS WAYNE, his wife MARTHA, and -- in THOMAS's arms -- their young son BRUCE. BRUCE hasn't made it through the show. He's asleep, head nestled peacefully against his father's shoulder.

THOMAS rouses the boy gently, sets him down on the sidewalk. BRUCE rubs the sleep from his eyes as THOMAS puts an arm around his wife.

IN A SINGLE CUT the crowd has DISAPPEARED, and the WAYNES are walking toward us up a deserted street. THOMAS and MARTHA are laughing, making jokes, reaching down to tousle BRUCE's hair. Their FACES, as they draw closer, are FULL OF JOY. And then, without warning --

A HANDGUN enters frame.

The WAYNES freeze. THOMAS steps protectively in front of his wife, reaches for his wallet, begins unbuckling his watch. He won't put up a fight.

MARTHA's hand goes involuntarily to the PEARL NECKLACE at her throat. The GUNMAN sees it, gestures for her to hand it over. But MARTHA is paralyzed, afraid to move.

The GUNMAN steps past THOMAS and SNATCHES AT THE NECKLACE. The instant his wife is threatened, THOMAS ATTACKS. The GUNMAN dodges his blow and drops to the sidewalk, the pearl strand BREAKING in his hand.

A SILENT BURST OF FLAME erupts from the muzzle of the gun.

THOMAS CRUMPLES. MARTHA emits a HIDEOUS SHRIEK -- a shriek we cannot hear --

-- a shriek cut short by a second burst of flame.

BRUCE stands paralyzed, in shock. THE GUNMAN scoops a handful of pearls off the sidewalk, reaches for MARTHA's purse, and rises slowly -- his gun levelled directly at the boy.

Almost catatonic, BRUCE stares down at the corpses of his parents. At their hands, somehow intertwined. At the tiny glinting pearls and the spreading pool of blood around them.

He looks up with a gaze so bleak, so petrifying . . . that the GUNMAN turns and runs.

AND WE CUT. To an exact reproduction of the Pulitzer Prize-winning photo . . . the cops bent over the bodies, the medics with their stretchers, the boy BRUCE, his arms wrapped tightly around the waist of OFFICER GORDON.

There's only one difference. BRUCE's head is turned away from us. We can't see his face.

And now a HAND enters the frame. Much like the GUNMAN's hand, but feminine, beckoning. BRUCE, hearing his name, LOOKS UP; then, agonized, ashamed, he BURIES HIS FACE in GORDON's side. GORDON gestures angrily at the intruder.

But the hand keeps beckoning. And ultimately BRUCE turns. Showing us the tear-stained face from the famous photo. A face slack with horror. The horror of his parents' death . . . and more importantly, the horror that someone would dare to violate this most private and terrible of moments.

At last we see what BRUCE sees: a WOMAN crouched on the sidewalk nearby. The WOMAN is holding a camera. The WOMAN is smiling prettily at BRUCE.

The WOMAN is VICKI VALE.

A FLASHBULB EXPLODES. FILLING THE SCREEN with its blinding white light, SCORCHING OUT THE IMAGE as a HARSH RINGING SOUND cuts through the silence.

CUT TO:

124. **INT. BEDROOM - NIGHT**

VICKI AWAKENS from her dream. The bedside phone is ringing. She reaches for it, but her hand freezes in midair. She knows who's calling.

When she manages to lift the receiver, she finds she cannot speak. Finally, she hears a VOICE at the other end of the line.

BRUCE (V.O.)

Vicki . . . ?

125. **INT. BRUCE WAYNE'S STUDY - NIGHT**

Darkness. BRUCE at a big mahogany desk in his somber, book-lined study.

BRUCE
I know it's late. I -- Are you there?

126. **INTERCUT BRUCE AND VICKI**

VICKI
Yes, Bruce -- I'm here --

BRUCE
I'm sorry I had to stand you up today. I'd like to make it up to you.

VICKI
Well, Bruce -- I don't think -- that would be possible.

BRUCE
I know, the way things have gone between us . . .
(groping)
I wish you'd reconsider.

VICKI
I, uh . . .

127. **ON VICKI**

Her voice trails off. She's profoundly shaken. She knows.

BRUCE (V.O.)
Vicki? Vi--

She returns the receiver to its cradle.

128. **ON BRUCE**

He hears the click. He hangs up and sits there, staring straight ahead.

CUT TO:

129. **INT. VICKI'S BATHROOM - NIGHT**

TOTAL DARKNESS. VICKI stands before the bathroom mirror. She holds the OPENED ROLL OF TELEPHOTO SHOTS over the sink.

Then she strikes a match. IGNITES the film. Drops it into the sink, and -- with hollow eyes -- WATCHES IT BURN.

130. **INT. VICKI'S APARTMENT - LATER - NIGHT**

It's four in the morning. VICKI, wrapped in a bathrobe, still shaky, pours her fifth cup of coffee. Sitting across from her is a rumpled, stubbly KNOX.

KNOX
The guy's bats all right. He's bat shit crazy. He –
(ecstatically)
I can't believe it. I was right!!

VICKI
Allie, he's not.

KNOX
Not what?

VICKI
He's not crazy.

KNOX slaps his own forehead, sprawls back in the chair.

KNOX
Vicki. We got a wealthy millionaire here . . . who dresses up like a bat. He goes out at night and swings around – in his cape – on a rope.
(throwing up his hands)
Fine. Maybe I'm crazy.

VICKI
Allie, he wants to tell me. I had a roll of film. His face was on it. He knew that. – And he let me keep it.

KNOX
Jesus, Vicki! Where is it??

VICKI
It's gone.

KNOX gasps in disbelief as it all comes into focus: he's lost her loyalty. VICKI is in over her head with BRUCE.

VICKI (cont.)
He has to tell someone. And I'm the one. He's trying to tell me.

KNOX, hurt in a way he doesn't fully understand, gets up and pulls on his coat. He stares at her coldly:

KNOX
Well, when he does you know my number.

131. **EXT. NEWSSTAND - DAY**

The early edition of the Globe carries the full-page banner headline:

WAR OF THE FREAKS
Batman, Joker in Fluegelheim Shootout

A DELIVERY TRUCK cruises past, dumping a bundle of AFTERNOON EDITIONS on the sidewalk. "WAR OF THE FREAKS" has been relegated to the lower right-hand corner of the page -- supplanted by more pressing news:

STOCK MARKET CRASHES
Product Scare Drops Dow to 1100
Biggest One-Day Decline in History

132. **INT. WAYNE FOUNDATION - DAY**

BRUCE in his plush office suite downtown. Behind his desk is a big plate-glass window with a fortieth-floor view of the financial district. He picks up the phone, then hesitates -- secretaries might be listening. He hangs up.

133. **INT. HALLWAY - A MOMENT LATER - DAY**

BRUCE ambles past a couple of FINANCIERS. One of them has an arm around his colleague, who's WAILING HYSTERICALLY.

FINANCIER
Bruce!! Got a Valium?

BRUCE shakes his head; they move on. He stops outside the men's room, looks around cautiously, then enters.

134. **INT. MEN'S ROOM - A MOMENT LATER - DAY**

A small foyer outside the bathroom, with a bank of PAY PHONES on one wall. BRUCE checks the stalls to make sure he's alone, then digs out a quarter and dials a number. He cups one hand confidentially over the receiver:

BRUCE
Vicki? . . . This is Batman. I thought I'd call and see how you're doing.

135. **INTERCUT VICKI AND BRUCE**

VICKI
. . . I know it's you, Bruce. I'm not going to talk to you unless we can discuss it.

BRUCE
(a little smile)
Who's this "Bruce"? Are you trying to make me jealous?

VICKI
I'm serious, Bruce. We have to --

At this very moment, another DAZED FINANCIER enters the men's room. BRUCE claps a hand over the mouthpiece. His face goes slack as he hangs up -- with VICKI'S TINNY VOICE still squeaking on the other end of the line.

CUT TO:

136. **INT. MAYOR'S OFFICE - NIGHT**

THE MAYOR at a big desk, flanked by a number of CITY OFFICIALS -- including the newly-elected D.A., HARVEY DENT.

MAYOR
We've got the 300th Anniversary celebration coming up. I want this madman captured -- now.

DENT
Your honor, we've got a city in fear, a market panic of national proportions -- we've got people dying.
(beat)
So let's have a parade.

MAYOR
Goddammit, we've got millions invested in this thing, the networks are coming in -- we can't just cave in to some clown-faced terrorist. We've got to stand tall!

DENT and co. stare at the MAYOR as if he's gone insane.

MAYOR (cont.)
Well, can't we cut a deal??

DENT
He hasn't made any demands.

MAYOR
Look, the police are working round the clock, the feds are coming in. This thing could break any minute now. Tell him, Jim!

COMMISSIONER GORDON reaches into his vest pocket for a cigar. He clips the end off, lights it, takes a long drag . . . and STARES GLUMLY at the floor.

GORDON
Frankly, your honor -- we're screwed.

CUT TO:

137. **EXT. GOTHAM PARK - DAY**

CONSTRUCTION WORKERS sit on their butts beside a partially-built OPEN-AIR STAGE. A CONTRACTOR speaks into a PHONE, his brow furrowed:

CONTRACTOR
You sure about this?? -- Okay.

He turns and blows a whistle. The WORKERS hoist an enormous BANNER into view: 'GOTHAM CITY -- 300TH ANNIVERSARY CELEBRATION.'

138. **EXT. WAYNE MANOR - DAY**

A TAXI pulls away from the wrought-iron gate at the entrance to the estate. KNOX ambles up to a stone pillar, glances up at a VIDEO CAMERA mounted over the gate, and hits a BUZZER. A LOUDSPEAKER blares:

ALFRED (V.O.)
Yes?

KNOX
Alexander Knox. Gotham Globe.

ALFRED (V.O.)
Mr. Wayne is out for the day.

KNOX
Actually, I wanted to talk to Batman. Pass that on to Mr. Wayne, would you?

KNOX turns to go -- then STOPS. Behind him, iron gates are SLIDING OPEN.

139. **INT. BRUCE'S LIBRARY - TEN MINUTES LATER - DAY**

KNOX, agitated, drums his fingers on the edge of a big leather chair.

KNOX
That's how it is, chum. One column -- and I can take you off the streets for good.
(pause)
Dent and Gordon. Do they know about this?

BRUCE
They'd put me behind bars in a minute.

KNOX
Then you're in no position to bargain.
(pause)
I want you to hang up the suit. And I want you to stay away from Vicki.

BRUCE
I can't do that. Not while the Joker's still at large.

KNOX
Then stay away from Vicki. That's all I want, man. I just want your word.

BRUCE turns, evading his gaze. KNOX fumbles in his jacket for a cigarette.

KNOX (cont.)
See, I don't know how it happened -- she's a smart girl and you are an extraordiarily screwed-up guy -- but she's in love with you.

BRUCE
If you've got the story, why haven't you printed it?

KNOX
Because I . . . because she'd never speak to me again.

KNOX is a bundle of nerves now. No longer cocky, he stubs out his newly-lit cigarette -- and begins to PLEAD OPENLY.

KNOX (cont.)
Come on, Bruce. What have you got to offer? You gonna marry her? Batman and Mrs. Batman?
(laughing bitterly)
Gimme a break, huh? Who's gonna be Best Rodent?

BRUCE sinks waerily into a chair. He can't even put up an argument. The two of them sit there, not looking at each other, as ALFRED appears in the doorway.

BRUCE
Do you want a drink?

KNOX
Yeah. That'd be "civilized," right?

BRUCE
Alfred, bring something for Mr. Knox. -- I'll have one too.

CUT TO:

140. **INT. VICKI'S APARTMENT - AFTERNOON**

She's on the sofa beside a disconsolate BRUCE.

BRUCE
It went so smoothly at first. Street punks, small-timers . . . easy targets. I was constantly amazed at how simple it was.

VICKI
Bruce, it's not a game any more. You're going to get yourself killed.

BRUCE
It's never been a game. Never. Not since the moment my parents died.

VICKI
Bruce, I know what you've been through, but you're one man. You can't save everybody.

BRUCE
What if I could save a handful? -- What if I could save one?

VICKI is sick of the whole discussion. She stands up, almost crying now, and ACCUSES HIM DIRECTLY:

VICKI
You could do so much good. As Bruce Wayne. And instead you're playing out some kind of sick, child's fantasy that --
(totally drained)
Oh, God. I need some coffee or something.

She heads for the kitchen. BRUCE closes his eyes, sinks back on the sofa. Then, suddenly, a KNOCK at the door. BRUCE is on his feet instantly.

BRUCE
Are you expecting someone?
(she nods no)
Who's there?

Peering through the peephole in the door, he sees a DELIVERY BOY.

DELIVERY BOY
Package for Miss Vale.

BRUCE
Set it down by the door.

The DELIVERY BOY sets the package down and wanders off, tipless. After a moment's interval, BRUCE opens the door and bends to pick up the mysterious package. It's another brown-paper parcel . . . ADDRESSED IN CRAYON.

Their eyes meet. They both know who sent it. He strides past her, handling the parcel gingerly, and sets it down on the kitchen counter.

VICKI
Bruce, it's him. It's the Joker.

BRUCE
What's going on with you two?

VICKI
. . . He likes my work.

As VICKI watches, he goes into the living room and finds his ATTACHE CASE. He opens it and lifts out a false bottom to reveal his UTILITY BELT.

VICKI
Bruce -- don't tell me you carry it around with you.

BRUCE
I feel naked without it.

He takes out a tiny ULTRASOUND SCANNER -- rather like a stethoscope, with a sonar display where the earpieces should be -- and runs it over the package.

BRUCE (cont.)
Wait in the next room.

He takes a small GAS MASK from his belt, puts it on, then SLITS THE WRAPPING with a steak knife. Nothing happens. Cautiously, he pulls back the flaps. The box is full of STYROFOAM POPCORN. BRUCE shoves a hand down into the popcorn . . . and extracts a HUMAN EAR. VICKI GASPS.

141. **INT. APARTMENT HALLWAY - THAT MOMENT**

ELEVATOR DOORS open on THE JOKER. A THUG hoists an enormous KEY RING and locks the car in place on VICKI's floor.

The KEY RING belongs to a DOORMAN, who's riding in the elevator as well. He's out cold. The JOKER and co. dump him unceremoniously on the floor of the hall and march toward VICKI's apartment.

142. **INT. VICKI'S KITCHEN - THAT MOMENT**

BRUCE upends the box. TWO DOZEN EARS spill onto the counter.

BRUCE
. . . They're wax.

VICKI
It's just like the last time. He sent me a present before he --

Before she can finish, a KEY turns in the lock -- and the JOKER toddles in, with a pair of GUN-TOTING THUGS in tow.

JOKER
Miss Vale. I see you got my present.
(picking up an ear)
Not too original, but it worked for Van Gogh. -- And who might this be? Your boyfriend?

His twisted smile turns into a sneer. He pulls a gun, uses it to trace the outline of BRUCE's cheek.

JOKER (cont.)
Quite a hunk. I bet he's got an enormous bankroll.
(to BRUCE)
Hey, cutie, tell me something -- you like to dress up in tights?

A CHILL runs down BRUCE's spine -- but he manages to conceal it:

BRUCE
. . . What??

JOKER
That's the type she seems to go for. Right, Miss Vale?

The THUGS chuckle. BRUCE relaxes -- but not for long. Because . . . as he's just realized . . . his utility belt is sitting on the kitchen counter, in plain view!!

VICKI sees it at the same moment, but the JOKER has yet to notice. BRUCE backs slowly against the counter, shielding the belt from sight, while VICKI tries to divert the JOKER's attention.

VICKI
What do you want?

JOKER
I'm throwing a little shindig this weekend. I thought maybe, if you didn't have a date --

VICKI
Thanks, I'm busy.

JOKER
I'd treat you like a lady, Miss Vale. I might even let you live.

He cups a hand under her chin. BRUCE CHARGES at him.

BRUCE
DON'T YOU TOUCH HER!

A BACKHAND from a THUG knocks BRUCE off his feet. As he reels backward, his ARM SWEEPS across the counter. Small appliances clatter to the floor.

BRUCE sprawls in a heap in the corner. The UTILITY BELT lands just behind him -- obscured in the pile of junk from the counter.

VICKI
BRUCE!!

JOKER
"Bruce," huh? That figures.
(drawing his gun)
Well, "Bruce." Can you give me one good reason not to kill you now?

BRUCE
Please -- no -- I'm sorry, I --

Gun in hand, the JOKER WHACKS BRUCE across the face.

Then he stands back and takes aim. Whimpering like a whipped dog, BRUCE COWERS in TERROR on the floor. With one hand -- hidden from view -- he FUMBLES DESPERATELY at the UTILITY BELT on the floor behind him.

JOKER (cont.)
I'm waiting, Bruce.

BRUCE
I didn't mean it. I'll do anything! Just don't -- don't --

JOKER
Why don't you show Miss Vale what a spineless little weasel you are? Grovel.

BRUCE prostrates himself, face down, at the JOKER's feet. The JOKER holds the gun to the back of his head, tosses an amused look at the THUGS.

VICKI watches white-faced. BRUCE must have a plan in mind. But his coward act is so authentic he almost has her convinced.

VICKI
Stop it. Please. I'll go with you!

JOKER
Kiss my feet, Bruce.

The THUGS dissolve into HYSTERICAL LAUGHTER as BRUCE inches forward and CLASPS THE JOKER'S SHOES in a posture of abject humiliation.

JOKER (cont.)
(to VICKI)
You sure know how to pick 'em. -- Well, Bruce, anyone who can snivel like that has my respect.

He kicks BRUCE's hands away. He doesn't realize it . . . but there's a SMALL BLACK ELECTRONIC DEVICE CLAMPED TO THE BACK OF HIS SHOE.

JOKER (cont.)
Tear out the phones and tie him up.

The THUGS hoist BRUCE to his feet. Suddenly the JOKER barks:

JOKER (cont.)
BRUCE!

BRUCE turns his head. THE JOKER pulls the trigger. A tiny flag -- "BANG!" -- pops out of the muzzle of the gun. MORE HILARITY all around.

CUT TO:

143. **INT. APARTMENT HALLWAY - A MINUTE LATER**

The JOKER and his THUGS hustle a struggling VICKI to the elevator.

144. **INT. VICKI'S APARTMENT - THAT MOMENT**

BRUCE, bound and gagged in a dining room chair. He rocks forward; his muscles strain; the veins on his forehead bulge . . .

. . . and the CHAIR SNAPS TO SPLINTERS beneath him. He stands up, shakes free of his bonds, grabs the utility belt and RACES DOWN THE HALLWAY.

He reemerges from the bedroom with a BLACK NYLON STOCKING in his fist.

145. **EXT. APARTMENT HALLWAY - A MOMENT LATER**

BRUCE sprints to the elevator, watches the floor indicator. The car has just stopped at 'G' -- the underground garage. He darts up a stairway.

146. **EXT. ROOFTOP - EVENING - A MOMENT LATER**

BRUCE bursts onto the roof just in time to see the JOKER'S VAN exiting the garage and pulling out into traffic. He clamps the utility belt around his waist, pulls the BLACK NYLON STOCKING over his head -- and BOUNDS OFF across the rooftops.

147. **EXT. CROSS STREET - A MOMENT LATER - DAY**

The VAN turns right at the intersection. Nothing unusual. But for some reason, PEDESTRIANS are pointing at the sky, staring goggle-eyed at the rooftops.

Far above them, a MAN -- oddly garbed in a suit, a tie, a yellow belt and a BLACK STOCKING MASK -- is gliding across the intersection on a ROPE.

148. **INT. VAN - THAT MOMENT**

In the back, the THUGS have their guns trained on VICKI. The JOKER sits beside them. His ankle itches; he reaches down, scratches it, and readjusts his purple argyle socks.

VICKI's eyes widen. She's just spotted the ELECTRONIC DEVICE. The JOKER notes her sudden show of interest and grins.

JOKER
Like my socks, huh?
(to the DRIVER)
Slow down, you maniac!

149. **EXT. INTERSECTION - THAT MOMENT - DAY**

The VAN guns through a red light, just missing a MOUNTED POLICEMAN. His horse shies, rears back, turns in a circle.

He's just about gotten the beast calmed down when a MAN IN A STOCKING MASK plummets from the sky and lands directly behind him on the horse's back. A quick elbow to the chin leaves the startled COP riding the pavement.

150. **EXT. SIDE STREET - THAT MOMENT - DAY**

BRUCE on horseback, charging past elegant old brownstones, drawing stares from passersby. On his belt is a FLASHING RED SIGNAL LIGHT.

151. **EXT. RIVERVIEW DRIVE - THAT MOMENT - DAY**

A YELLOW VW BUG rips up the street at 70 mph.

152. **INT. VOLKSWAGEN BUG - THAT MOMENT**

We can't see the driver. But we do see, on the seat beside him, a VIDEO DISPLAY with a shifting grid map of the city -- and on it, a FLASHING SIGNAL blinking in perfect sync with the one on BRUCE's belt.

153. **EXT. SIDE STREET - THAT MOMENT**

BRUCE sees the VW bug rounding the corner and STREAKING TOWARD HIM. He reins in the horse; it rears back on its hind legs; the BUG zooms past --

-- and ALFRED heaves out a BROWN LAUNDRY BUNDLE, neatly tied in string. BRUCE grabs it, gives ALFRED a quick salute -- and the BUG is gone.

154. **INT. JOKER'S VAN - DAY**

The VAN is stalled in heavy traffic at the southern border of Gotham Park. POLICE BARRICADES are everywhere; the park has been emptied and the surrounding streets roped off in preparation for the birthday gala.

JOKER
Are we gonna sit here all day??

DRIVER
It's the celebration. They're backed up for blocks!

The JOKER snorts. He happens to glance into the side-view mirror. What he sees there . . . CURDLES HIS BLOOD.

JOKER
Oh my God. How does he do it . . . ?

155. **EXT. STREET - A BLOCK AWAY - THAT MOMENT**

THE BATMAN, in full costumed glory, GALLOPING UP THE STREET ON HORSEBACK -- weaving in and around traffic, GAINING FAST on the JOKER.

156. **INT. VAN - THAT MOMENT**

He scrambles to the back of the van, KICKS the rear door open, and hoists a SUBMACHINE GUN -- TAKING AIM at the advancing BATMAN.

157. **ANGLE ON BATMAN**

His GLOVED HAND finds a TOGGLE SWITCH on the utility belt.

158. **INT. VAN - THAT MOMENT**

THE JOKER almost topples out onto the street as an EARSPLITTING ULTRASONIC SCREECH rocks the van. He drops his gun; his THUGS clap their hands to their ears in agony --

-- and VICKI, seeing her chance, DIVES OUT OF THE VAN and RACES OUT INTO TRAFFIC!

BATMAN is almost on them. Forgetting VICKI, the JOKER clambers into the front of the van -- and climbs over his paralyzed DRIVER. He HITS THE GAS, RUNS THE VAN UP ON THE SIDEWALK, and -- at the first opening he sees -- CRASHES THROUGH A POLICE BARRICADE INTO GOTHAM PARK ITSELF.

159. **EXT. GOTHAM PARK - DAY**

CONSTRUCTION TEAMS prepare for the big celebration. WORKERS and SECURITY MEN dodge in panic as the VAN careens past. A SHOE flies out and hits the grass -- still emitting its unbearable SCREECH.

On a large open stage, ROADIES are setting up mikes and amps for a free concert; FIVE ELVIS IMITATORS -- dressed in everything from black leather to white spangled jumpsuits, representing the King in progressive stages of deterioration -- gape in confusion as BATMAN gallops by, hot on the JOKER's trail.

In the distance, TWIN TOWERS -- wooden scaffolds some four stories high -- jut out above the treetops.

160. **EXT. AERIALIST'S PLATFORM - THAT MOMENT**

An AERIALIST in a spangled RED-AND-GREEN SUIT -- JOHN GRAYSON, of the renowned FLYING GRAYSONS -- peers over the edge of the scaffold. On the park floor, four stories below, WORKERS are unfurling a SAFETY NET.

A HIGH WIRE has been strung between the two towers. A grizzled CARNY cranks it tight as GRAYSON waves to his wife, MARY, who stands on the opposite platform some thirty yards distant.

GRAYSON
Let's give it a try.

CARNY
John -- shouldn't you wait for the net?

GRAYSON merely smiles in response. He grabs his balancing pole, edges out onto the high wire.

161. **EXT. GOTHAM PARK - GROUND LEVEL**

BATMAN is closing in. The VAN barrels through the park, HORN BLARING. It veers off the access road down into the brush and nearly topples over sideways.

162. **EXT. AERIALIST'S PLATFORM - THAT MOMENT**

A kid, 15, compact, tough, and wiry, climbs onto the platform: DICK GRAYSON. Like his parents, he's wearing a red-and-green suit. From the scaffold, he's got a perfect bird's-eye view of the BATMAN-JOKER chase.

CARNY
Ready to go, Dick?

DICK
What's all the ruckus down there?

163. **INT. VAN - THAT MOMENT**

As the van bounces downhill over rocks and bushes, the JOKER spies a truck. On its side, in bright red letters, a WARNING: "DANGER -- FIREWORKS. FLAMMABLE LOAD."

Inspired, the JOKER reaches into the back for a HIGHWAY FLARE.

JOKER
Head for the truck!

164. **EXT. PLATFORM - THAT MOMENT**

DICK spots the JOKER. He GASPS IN SHOCK as a LIT FLARE flies from the back of the VAN . . . directly into the FIREWORKS TRUCK.

165. **EXT. PARK - GROUND LEVEL - A MOMENT LATER**

THE BATMAN is thrown off his horse by the shock of a massive EXPLOSION. All at once, THE SKY IS FULL of BURSTING, INCANDESCENT COLORS!!

THE JOKER hangs out of the rear of the van, looking up, an expression of PURE DELIGHT on his face.

JOKER
I love fireworks!

166. **ANGLE ON CONSTRUCTION WORKERS**

WATCHING as FIREWORKS whiz past and EXPLODE overhead. All eyes turn to the HIGH WIRE -- as the distant, tiny figure of JOHN GRAYSON, dazzled, loses his balance and plummets four stories to the earth below.

MARY GRAYSON hangs from the second copter as it bobs and weaves out of control. ONLOOKERS SCREAM IN TERROR.

167. **EXT. MARY GRAYSON'S PLATFORM - THAT MOMENT**

A SKYROCKET lodges in the wooden scaffolding of MARY GRAYSON'S PLATFORM. The scaffolding is wrapped in bunting and crepe-paper streamers; within moments, the entire tower is ENGULFED IN FLAME.

MARY rushes to the edge of the platform and stares down in horror. The LADDER is on fire. She has no place to go.

168. **EXT. DICK'S PLATFORM - THAT MOMENT**

DICK stares helplessly at the opposite platform as FLAMES creep up toward his MOTHER. She SCREAMS as the burning scaffolding CAVES IN beneath her -- and the far platform COLLAPSES TO THE GROUND in a blazing heap.

DICK
NO! NOOOOOOOO!!!!

His face is contorted with rage and pain -- but he hasn't got much time to grieve. The floor of the platform LURCHES FORWARD. SCAFFOLDING creaks and SNAPS. The HIGH WIRE strung between the two towers has drawn taut -- and DICK'S PLATFORM is moments away from TOPPLING OVER.

Another sud len lurch. The platform teeters. DICK clings to a railing; the terrified CARNY lose ; his grip and PLUNGES to his doom. The JOKER'S VAN speeds past on the | ark road below. And then -- just as the platform GIVES WAY --

169. **ANGLE ON DICK**

He DIVES, v th astonishing physical grace, INTO THE TREES BELOW. GRABS an overhan ing LIMB. Executes a perfect somersault. DROPS to a lower branch. An(LEAPS OUT INTO THE VOID --

-- MAKING / PERFECT TWO-POINT LANDING on his intended target . . . THE ROOF OF T E JOKER'S VAN!!

170. **INT. VAN - THAT MOMENT**

THE JOKEF hears a THUNK overhead -- just as the van bursts out of the park and turns up a wide, cordoned-off avenue. He casually lifts his gun and BLOWS A HOLE TH OUGH THE ROOF.

171. **EXT. ROOI OF VAN - MOVING - THAT MOMENT**

The blast ju misses DICK. He sprawls flat, YANKS at the chrome luggage rack on the roof (the van, and BREAKS OFF A FOUR-FOOT SHAFT OF METAL.

Another SH(T. DICK rolls forward, hoists his chrome spear over the windshield.

INT. VAN - THAT MOMENT

GLASS SPL NTERS as DICK RAMS THE SHAFT THROUGH THE WINDSHIELD. THE DRIVEF dodges left, LOSING CONTROL OF THE WHEEL.

173. **EXT. ROOI OF VAN - MOVING - THAT MOMENT**

The VAN ca eens wildly toward an OVERPASS. DICK rises up into a crouch just in time to se a sign which reads "DANGER -- LOW CLEARANCE." He's about to get his he ad taken off!

ONE SECO D BEFORE IMPACT a BLACK-CAPED SHADOW swings across the street and S COOPS DICK OFF THE ROOF OF THE VAN.

174. **EXT. STRE ET - DUSK**

BATMAN AI D DICK tumble to the pavement. THE VAN rams into a fire hydrant and TIPS O' ER on its side. DICK is already on his feet, ready to CHARGE THE VAN, when BATMAN throws a powerful arm around his waist.

DICK
LET ME GO! LET ME --

THE JOKEI emerges cautiously from the toppled van. His TWO GOONS emerge beh nd him and level MACHINE GUNS at the screaming CROWD.

DICK (cont.)
YOU PIECE OF -- YOU MOTHERF --

DICK is kicking and clawing. BATMAN has his hands full restraining the kid.

JOKER
Like your boyfriend. He's kinda hot.

BATMAN
Take me. Let the boy go.

JOKER
I almost hate to shoot you. You'll miss my party.
(drawing his gun)
And I'd like you to see just what you've done.

BATMAN glances past the JOKER. On the pavement, WATER gushes from the hydrant and mingles with LEAKING GASOLINE from the van.

BATMAN
-- What are you talking about?

JOKER
Batman! Don't you even recognize your old pal Jack? After all . . .
(cackling insanely)
You made me what I am today.

Cackling, he lifts his gun and takes aim at BATMAN. DISTANT SIRENS BLARE. The JOKER turns his head for the merest instant --

-- and just then, the ENGINE of the van IGNITES. HOODS drop; ONLOOKERS scatter; and in the smoke and confusion, BATMAN takes off -- with DICK in tow.

The SIRENS are growing closer. THE JOKER shouts to his stunned forces:

JOKER
LET 'EM GO!!

They race off on foot, vanishing into the night. Around the corner, DICK -- still struggling, oblivious to danger -- BREAKS FREE OF BATMAN'S GRASP and BOLTS BACK TOWARD THE VAN. BATMAN throws him to the street with a flying tackle. The boy is weeping hysterically.

DICK
HE KILLED MY PARENTS! HE KILLED MY --

BATMAN flinches at the sound of the words. He reaches into his belt and -- mercifully -- breaks a KNOCKOUT CAPSULE under DICK's nose.

DISSOLVE TO:

175. **INT. WAYNE MANOR - GUEST BEDROOM - NIGHT**

DICK GRAYSON is sprawled on a huge four-poster bed, unconscious, softly moaning. He COMES TO with a jolt.

Breaking into a sweat almost instantly, he looks at his unfamiliar surroundings. ALFRED stands nearby. He unfolds a napkin, calmly sets a TRAY OF FOOD across the squirming kid's lap.

DICK
. . . Where am I?

BRUCE
My name is Alfred. I work for a Mr. Bruce Wayne. If there's anything you require, please ask me.

ALFRED steps out. DICK makes a puzzled face. What the hell is going on here?

176. **INT. BATCAVE - NIGHT**

BRUCE'S BANK OF MONITORS, deep in the Batcave. Thirty screens show the various rooms of Wayne Manor, all empty.

We move now to the video display of a COMPUTER WORKSTATION, showing TWO FACES side-by-side: a mug shot of JACK NAPIER and a freeze-frame of the JOKER from one of his pirate transmissions. A GRAPHICS PROGRAM abstracts the twin heads into THREE-DIMENSIONAL, ROTATING TOPOLOGICAL GRIDS -- and, as we watch, the two spinning heads COLLIDE AND MERGE. Except for the fearsome grin, they MESH PERFECTLY.

Yet another terminal: BRUCE's database. The same phrase flashes again and again, scrolling up the screen: ACE CHEMICAL CO. ACE CHEMICAL CO.

And, finally: BRUCE HIMSELF, slumped at a table, his head in his hands. He's realized, to his horror, that he is responsible for the birth of the Joker. And frankly . . . he would just as soon be dead.

CUT TO:

177. **INT. CITY HALL - DAY**

The room is packed with REPORTERS and TV NEWS CREWS. The MAYOR, flanked by JIM GORDON and HARVEY DENT, steps gloomily to a podium.

MAYOR
People of Gotham City . . . it is my sad duty to announce that the 300th Anniversary Birthday Gala has been indefinitely postponed.

178. **EXT. CITY HALL - THAT MOMENT - DAY**

TECHNICIANS in VIDEO TRUCKS, watching on remote monitors.

MAYOR
We have declared a state of emergency. I want to emphasize that this administration remains vehemently opposed to terrorism in any form. But in the interest of public safety --

179. **INSERT - TELEVISION MONITOR - THAT MOMENT**

VIDEO NOISE wipes half the image away, leaving a SPLIT SCREEN. On one side is the MAYOR. On the other -- sitting in a director's chair with a big yellow HAPPY FACE behind him -- is THE JOKER, grinning fiendishly.

JOKER
Joker here. Can we talk?
(standing up)
Now you guys have said some pretty rough things about me. Some of it, I admit is true. I'm a terrorist, I'm a murderer, I'm a total maniac -- but there's one thing I'm not. And that's a party-pooper.
(pause)
So how about it, folks? LET'S MAKE A DEAL!

He spreads his arms to a torrent of CANNED APPLAUSE. The MAYOR and co., panicked, go into a quick huddle.

MAYOR
All right. We're prepared to offer you total amnesty . . . in return for --

JOKER
BORRR-ING!! BORRR-ING! -- Your honor, we're losing viewers. Whaddaya say we spice up the pot?

MORE APPLAUSE as the JOKER moves to an oversized LOTTERY WHEEL. The edge of the wheel is ringed with numbers from one to fifty.

JOKER (cont.)
One million -- to fifty million. A single spin of the wheel. Fair enough??

The MAYOR's protestations are drowned out by CANNED APPLAUSE as the JOKER steps up and gives the wheel a spin.

CHEERS and WHISTLES as the wheel begins to slow. Fifty mil is moving up fast. A chorus of EXCITED SHOUTS -- then, GROANS OF DISAPPOINTMENT as the wheel spins past fifty and stops on TWO.

JOKER (cont.)
AWWWWWW! SHUCKS!!
(brightening suddenly)
Wait a minute -- WAIT A MINUTE --

Of its own volition, the wheel REVERSES ITSELF -- jerking back two notches.

JOKER (cont.)
FIFTY MILLION DOLLARS!!

The CANNED APPLAUSE reaches a crescendo. The JOKER dances a JIG oncamera as the MAYOR screams, apoplectic.

MAYOR
YOU MADMAN! WE WON'T DEAL! THIS CITY WILL NEVER DEAL WITH --

JOKER
Wait a minute. Are you calling me a cheat??
(furiously)
GET OFF MY SCREEN!!

VIDEO STATIC sweeps across the screen, pushing the MAYOR clean out of frame. THE JOKER leers at the camera.

JOKER (cont.)
That's my price. You've got exactly one hour to decide. So happy 300th, Gotham . . . let's hope you make three hundred and one.

CUT TO:

180. **INT. WAYNE MANOR - DAY**

A glass-enclosed room which houses a HEATED INDOOR SWIMMING POOL. DICK GRAYSON does a couple of laps, then climbs out and towels himself off.

He looks out at the estate: tennis courts, a riding stable in the distance. He's not happy. All this opulence could drive a guy stark staring nuts in short order.

181. **INT. GUEST BEDROOM - DAY**

An OPEN SUITCASE on the bed. DICK fingers a gold ashtray bearing the figure of Winged Victory -- then shrugs and tosses it into the suitcase on top of his gymnast's costume. When he turns he sees BRUCE in the doorway behind him.

DICK
Your butler wouldn't gimme a ride so I figured I'd hoof it.

BRUCE
Sorry. I can't let you leave.

DICK
You can't keep me here, man. That's kidnapping.

BRUCE
If I let you leave, you'll do the same thing again. You'll go after the Joker -- and you'll wind up dead.

DICK
Hey, man. You're rich. You got everything you want. How do you know what's in my mind?

The boy's eyes are filled with raw, burning hatred. BRUCE knows the feeling.

BRUCE
I don't care what's in your mind. You're staying.

Without warning, the kid RUSHES him. With blinding speed, BRUCE sidesteps him, parries his blow, and winds up spinning DICK around -- INTO A WALL.

DICK is stunned. He laughs in disbelief: this rich boy has a move or two. BRUCE stands there, silently challenging him.

A second later, the kid is airborne -- with a scissor-kick aimed squarely at BRUCE's gut. In a blur of motion, BRUCE checks the kick, swings an arm into DICK's chest, and sends the boy sprawling flat on his back.

182. **INT. WAYNE MANOR - KITCHEN - THAT MOMENT**

ALFRED, in his apron, fixing a tray of snacks. He looks up curiously at the ceiling. From the sound of it, a battle royal is shaping up in the guest bedroom.

183. **INT. GUEST BEDROOM - THAT MOMENT**

DICK'S BODY flies through the air. He SMASHES INTO a closet door and slumps to the carpet. Shaken, he looks up at BRUCE -- who stands calmly over him, adjusting his necktie. A long, tense moment passes between them. Then:

DICK
. . . You're him.

No reply from BRUCE. Their gazes lock. And suddenly . . .

ALFRED (V.O.)
FREEZE!

DICK and BRUCE look around. The puny, mustachioed butler stands in the doorway, feet spread in a Dirty Harry stance, a .44 MAGNUM trained on DICK.

BRUCE
It's all right, Alfred. Everything's under control.

ALFRED
. . . Very good, sir.

ALFRED relaxes, musters his dignity, and turns to go.

CUT TO:

184. **INT. HARVEY DENT'S OFFICE - DAY**

BRUCE looks on as a weary HARVEY DENT examines a stack of PRINTOUTS.

DENT
Ace Chemical. How did you get this information?

BRUCE
It doesn't matter, Harvey. Time's running out.

DENT
All right, I'll get a subpoena. We'll send in a crew.

BRUCE
Crew, hell. I suggest a nice big bomb.
(pause)
What are you waiting for? I told you -- he's going to move this weekend.

DENT
(his face sagging)
No. No. He won't.

BRUCE
What are you talking about?

DENT
Don't you get it yet? We cut the deal, Bruce!
(angrily)
That's right. Twenty-five million now, and the rest in a week. -- After the celebration.

BRUCE
You idiots. The Joker is mad. Do you really think he cares about money??

BRUCE shakes his head in disgust and stalks off, fuming.

185. **INT. BRUCE'S BEDROOM - TOWARD DUSK**

VICKI lies in BRUCE's bed, under the covers, propped up on the pillows. BRUCE is in his robe over by the window, looking out at his estate.

BRUCE
This house, the money, the power . . . it never meant anything to me. It was something I inherited. Bruce Wayne was something I inherited.
(pause)
All I ever hoped for was someone who could see through Bruce -- who could see me -- and not be frightened.

VICKI
I'm not frightened of you, Bruce. I'm frightened for you.

BRUCE
Vicki -- I'm responsible for all this. If it wasn't for me, there'd be no Joker.

CUT TO:

186. **INT. BATCAVE - EVENING**

TIGHT ON a tiny electronic device: two cylindrical steel casings bracketed together, topped by a DIGITAL TIMER. BRUCE watches the TIMER tick off seconds: 30. 29. 28. At 25 seconds, BRUCE kills the countdown and CLAMPS THE DEVICE into an empty packet on his utility belt.

He stands up wearily. Behind him, hanging back discreetly in the shadows, is his loyal butler ALFRED.

BRUCE
Where's the boy?

ALFRED
Upstairs.

BRUCE
You'll both be provided for, Alfred. I want you to make me a promise.
(beat)
Help him forget.

BRUCE forces a rueful smile. He takes a moment to survey the Batcave as ALFRED looks on tremulously.

BRUCE (cont.)
Twenty-five years. Preparation, and planning . . . trying to avenge one pointless act. I should've seen how it would turn out.

ALFRED
Don't ever say that, sir. Don't ever believe it.

BRUCE
If not for you I never would've made it. You know that. My own father couldn't have . . .

ALFRED
Sir --

ALFRED, unable to speak, takes him by the shoulders. Their eyes lock. Finally BRUCE turns and starts slowly up the long circular stairway which leads from the Batcave to Wayne Manor. On the third step he pauses:

BRUCE
It's all right, Alfred. My life was over the night my parents died.
(beat)
I have to undo what I've done.

The calm before the storm. As BRUCE disappears up the stairs, a shaken ALFRED steadies himself against a lab table, fighting back tears.

187. **INT. BRUCE'S BEDROOM - EVENING**

BRUCE draws the curtains, sets an alarm clock. The current time is 7:09 PM.

He sits cross-legged on the floor, slumps forward slightly, and closes his eyes. He inhales, exhales, taking deep, regular breaths. His muscles relax. Ten seconds later, BRUCE has plunged into DEEP SLEEP.

Time passes. The clock shows 7:19, 7:32. At 7:44 we TRACK IN on BRUCE's unconscious face, drawing closer and closer until HIS EYELIDS FILL THE FRAME, twitching with the irregular movement characteristic of R.E.M. sleep. Without warning his EYES SNAP OPEN.

HOLD ON BRUCE'S GAZE -- grim, alert, determined -- as the clock hits 7:45. An ALARM SOUNDS, BREAKING THE SILENCE with its grating electronic WHINE.

188. **SERIES OF SHOTS**

The ALARM BLARES as BRUCE dons the famous costume in preparation for a final confrontation with the JOKER's forces. We get a succession of quick, almost iconic images: the gloves. The boots. The cape. And finally, THE BLACK BAT-EMBLEM, framed in yellow, FILLING THE SCREEN.

DISSOLVE TO:

189. **EXT. ACE CHEMICAL - AERIAL SHOT - NIGHT**

The trademark ace on the illuminated sign. A half-mile away, THE BATMOBILE cruises up the waterfront, approaching soundlessly, its headlights off.

190. **EXT. ACE CHEMICAL - THAT MOMENT - NIGHT**

The BATMOBILE stops short of the main gate. ENGINES ROAR and the supercar ACCELERATES, SMASHING THROUGH THE GATE and taking half the chain-link fence with it.

In the guard's booth, ARMED GOONS pull guns as the BATMOBILE streaks across the parking lot and LAUNCHES A ROCKET at the corrugated metal door which opens on the factory floor. A THUNDEROUS EXPLOSION tears a gaping hole in the door.

191. **INT. ACE CHEMICAL - THAT MOMENT - NIGHT**

The BATMOBILE cruises through the flaming wreckage and SKIDS TO A HALT on the refinery floor. The JOKER'S MEN take one look at the BATMOBILE, PANIC, and PELT THE CAR with a barrage of MACHINE-GUN FIRE.

CRACKS begin to spread across the Batmobile's plexiglass dome. Within moments, the windshield SHATTERS -- and COLLAPSES ALTOGETHER.

192. **INT. BATMOBILE - THAT MOMENT**

BULLETS rip through the upholstered passenger seats. It doesn't matter. The car is empty. No one's driving.

TRACK IN on the computer console -- where a familiar tinny voice calmly repeats its pre-programmed command:

COMPUTER
. . . Detonate.

A beat. Then: BLAM.

193. **EXT. ACE PARKING LOT - THAT MOMENT - NIGHT**

THE JOKER'S MEN running for their lives, KNOCKED FLAT by a DEAFENING EXPLOSION. For a few seconds everything is flame and fury. And then . . . all that's left of Ace Chemical is a pile of charred rubble and a PILLAR OF THICK BLACK SMOKE, spiraling up to the sky.

194. **INT. POLICE CAR - THAT MOMENT - NIGHT**

A CONVOY is approaching Ace Chemical -- GORDON's team preparing to raid the plant. Inside each car: SPECIAL UNIT COPS dressed in asbestos suits, gas masks in their laps. They look on in disbelief as the chemical plant BURNS.

GORDON
Good Lord!

In the back seat, a COP stares out the windshield at the Gotham skyline.

COP
Commissioner -- !

Across the harbor, block by block . . . GOTHAM CITY IS GOING DARK.

CUT TO:

195. **INT. WAREHOUSE - THAT MOMENT - NIGHT**

A lone WATCHMAN sits in a chair, reading a magazine. The LIGHTS WINK OUT. He looks up in consternation --

-- and a THUG clubs him from behind. The JOKER enters with a small army of CRIMINAL SHOCK TROOPS.

Housed in the warehouse are a number of SEARCHLIGHTS, mounted on trucks with portable generators. Behind the trucks: gaudy PARADE FLOATS -- and enormous deflated BALLOONS, hanging limply from the rafters.

The JOKER gives a signal, and his MEN go to work inflating the BALLOONS. STEEL DOORS rise; the BEACON TRUCKS rumble out onto the street.

JOKER
ROLL OUT, boys. The party is on!!

CUT TO:

196. **SERIES OF SHOTS - GOTHAM CITY**

DARKNESS EVERYWHERE -- and Gotham's criminal element is having a field day in the blackout. FLAMES ERUPT. PUNKS race down the street carrying fur coats and color TV's. The cops are overwhelmed, helpless against the first waves of RIOTING AND LOOTING. THE JOKER'S DREAM IS COMING TRUE.

LOUDSPEAKERS blare, and ROCK MUSIC echoes through the streets: the Rolling Stones, 'Under My Thumb.' In the distance, BEACONS sweep the sky.

197. **EXT. BROAD AVENUE - NIGHT**

The BEACON TRUCKS are stationed up and down Gotham's widest thoroughfare, where a bizarre PROCESSION is taking place. Rumbling along at two-block intervals, moored to floats, are DOZENS OF ENORMOUS BALLOONS in the shapes of cartoon characters and historical figures -- a hellish Macy's parade. BANNERS proclaim: 'HAPPY BIRTHDAY GOTHAM CITY.'

The LEAD-OFF BALLOON is a gigantic, grotesque CLOWN -- smiling ghoulishly, dressed in white Pierrot frills. We TILT DOWN to the FLOAT BENEATH IT . . .

. . . and there, atop a mountain of roses where the prom queen should be, sits the JOKER -- surrounded by armed bodyguards, waving daintily at the rioters and looters, presiding over the carnage like some demented parade marshal.

The sidewalks are mobbed. Because the JOKER'S GOONS are throwing MONEY -- $25 million in municipal funds -- INTO THE STREETS.

198. **EXT. STREET - ACROSS TOWN - NIGHT**

In a crouch on the pavement, snapping photos of the rioting, is VICKI -- fearless, professional, doing her job. A battered FORD ESCORT cruises up behind her.

KNOX
VICKI!

VICKI sees KNOX, climbs into the passenger seat. He's wearing a big smile. They're jazzed, oblivious to danger.

KNOX (cont.)
God, Vick, a girl could get hurt this way.

VICKI
Yeah. Deja vu.

KNOX
What do you say? Let's head for the lights.

199. **EXT. AERIAL SHOT - GOTHAM CITY - NIGHT**

The city on its island, PITCH DARK except for the searchlights lining Broad Avenue. All at once, a STREAKING BLACK SHADOW enters frame . . .

THE BATWING! A phenomenal ULTRALIGHT AIRCRAFT, swift and sleek, it SLICES THROUGH THE NIGHT, carrying its lone passenger on a final mission of mercy -- and vengeance.

200. **ANGLE ON BATMAN**

in the cockpit, his jaw set as he wings toward his meeting with fate.

201. **EXT. BROAD AVENUE - ON FLOATS - NIGHT**

The JOKER'S GOONS litter the sidewalks with cash. CITIZENS are trampled in the crush; BUILDINGS EMPTY as apartment dwellers race outside. A LOOTER tries to climb onto a float, and is met with a blast of MACHINE-GUN FIRE. The entire population of the city seems to be converging on Broad Avenue!

202. **EXT. BROAD AVENUE - FARTHER BACK - NIGHT**

A PARADE FLOAT, run aground on the sidewalk, begins to BURN.

Above it, a damaged BALLOON -- the cartoon character UNDERDOG -- is losing helium, warping and buckling in on itself, sinking down gently toward the flames. Down the street, KNOX'S FORD ESCORT is coming up fast.

203. **INT. FORD - MOVING - THAT MOMENT**

VICKI snapping photos out the window as UNDERDOG drifts downward. FLAMES lick up at his belly -- and the cartoon blimp EXPLODES.

KNOX
So much for Underdog.

THEN -- as they drive past -- A SECOND EXPLOSION. And all at once the STREET IS FULL OF DEADLY GREENISH GAS!!

VICKI
ALLIE!! THE WINDOWS!!

204. **EXT. STREET - A MOMENT LATER - NIGHT**

The Ford Escort, windows up, swerves out of a THICK SPREADING CLOUD of GREEN LAUGHING GAS -- threatening to engulf the entire block!

205. **INT. FORD - MOVING - THAT MOMENT**

VICKI stares back at the green cloud. Turns. And sees, up the street, THE JOKER'S PROCESSION: BALLOONS BY THE DOZEN!

VICKI
Oh my God. Compressor tanks. He's got the balloons rigged with compressor tanks!!

206. **INT. BATWING - THAT MOMENT - NIGHT**

BATMAN, at the controls, gliding over Gotham. He looks down, sees a BILLOWING HAZE of DENSE GREEN FUMES.

207. **INT. FORD - MOVING - THAT MOMENT**

VICKI staring through the windshield. Overhead, an AIRCRAFT streaks past . . . an aircraft with SCALLOPED BLACK BAT WINGS.

VICKI
LOOK! IT'S BRUCE!!
(frantically)
Allie -- the balloons. We've got to find some way to tell him!

KNOX
Great. How??

They speed up the street toward the PARADE. SPOTLIGHTS SHINE. Suddenly KNOX's eyes bug out. He SLAMS ON THE BRAKES and SKIDS TO A HALT.

KNOX (cont.)
COME ON!

208. **EXT. AVENUE - A SECOND LATER - NIGHT**

Before VICKI can speak, KNOX has grabbed a tire iron from the back of the car and RACED OUT ONTO THE STREET. He flings the TIRE IRON through the glass storefront of a COSTUME SHOP.

In the window, MANNEQUINS dressed in party costumes: Frankenstein. Ronald Reagan. And, that current popular sensation . . . THE BATMAN.

KNOX drags the Batman dummy out of the store window. RIPS OFF ITS BLACK CAPE. And DASHES MANIACALLY UP THE SIDEWALK.

Waving the cape, he VAULTS onto the back of a SPOTLIGHT TRUCK. VICKI's face goes slack. Now she gets it.

KNOX
GIMME A HAND UP HERE!

VICKI climbs aboard. They drape the cape over the face of the spotlight. Then they put their shoulders to the swivel assembly -- tilting the spotlight -- AIMING THE BEAM . . .

. . . DIRECTLY AT THE JOKER'S WHITE CLOWN BALLOON!!!

209. **INT. BATWING - THAT MOMENT**

BATMAN stares at the CLOWN BALLOON dead ahead. On its massive distended belly . . . a BURNING YELLOW OVAL. And in the center of the oval . . . THE BLACK SILHOUETTE OF A BAT.

BATMAN'S MOUTH drops open. He understands.

210. **EXT. AVENUE - ON JOKER'S FLOAT - THAT MOMENT**

THE JOKER distributes GAS MASKS to his troops on the float. Then he pulls out a REMOTE CONTROL DEVICE and points it up at the CLOWN BALLOON.

Suddenly, the CLOWN begins to INFLATE. Its joints bulge. Its FACE SWELLS UP as the COMPRESSOR TANK concealed inside releases its odious contents. The JOKER is BEAMING, a look of PURE UNALLOYED JOY on his face . . .

. . . when his PARADE FLOAT BLOWS TO SMITHEREENS BENEATH HIM! The JOKER and his men CARTWHEEL THROUGH THE AIR and TUMBLE TO THE ASPHALT as THE BATWING WHIPS PAST OVERHEAD, soaring through the stone canyons of Gotham at a 90-degree angle to the ground!

211. **ANGLE ON CLOWN BALLOON**

as it rises, rises, swelling to grotesque proportions in the starless night. The tallest buildings are far below it now. Finally it BURSTS -- and the deadly GAS inside it disperses harmlessly in the wind.

212. **EXT. AVENUE - THAT MOMENT**

THE JOKER on the edge of a tantrum as he digs amid the rubble of his float for the remote device. At last he finds it; aims it up at the other balloons in the procession; hits a button repeatedly . . .

. . . and HOWLS IN FRUSTRATION. Nothing's happening. The damned thing is broken. He heaves it to the street in a fit of pique.

A SCREAMING COMES ACROSS THE SKY as the BATWING swings back for another pass, BUZZING the JOKER at an altitude of twenty feet. SIZZLING LASER FIRE sweeps the street.

CABLES SNAP and BALLOONS DRIFT UPWARD as BATMAN'S LASERS sever their moorings. The JOKER can only look on helplessly, in stunned disbelief. And then . . . HIS EYES FALL ON THE MAKESHIFT BAT-SIGNAL.

JOKER
They rained on my parade. -- GET 'EM!!

213. **ANGLE ON SPOTLIGHT TRUCK**

A SPRAY OF MACHINE-GUN FIRE shatters the Bat-signal. KNOX throws VICKI to the street, ducks down behind the spotlight, and tosses her his CAR KEYS.

KNOX
GET THE CAR!

The JOKER'S GOONS race up the street as VICKI reaches the Ford, starts it, and comes ROARING UP toward KNOX. He jumps off the truck as VICKI twists the wheel, lays rubber, and noses the car back in the opposite direction.

GUNFIRE as KNOX jumps inside and they PEEL OUT.

214. **INT. FORD ESCORT - MOVING - A MOMENT LATER**

KNOX's breathing is ragged, but he breaks out in HYSTERICAL LAUGHTER nonetheless. He's totally exhilarated. He can't believe what he's just done.

KNOX
HOLY SHIT!!

VICKI
You okay?

KNOX
Yeah. Yeah. Little winded. DID YOU SEE THAT?!

VICKI
God yes, Allie. I've gotta say -- that was the ballsiest move I ever --

KNOX
Holy shit. Holy --

He GAGS. A BUBBLE OF BLOOD appears between his lips -- and BURSTS.

VICKI
ALLIE!!

His hand goes to his stomach -- and comes away wet. He looks down in genuine bewilderment.

KNOX
Jesus, Vicki.

That quickly, he's dead. VICKI lets out an awful wail and slams on the brakes. She sits there POUNDING THE WHEEL, TEARS pouring down her face.

215. **EXT. GOTHAM HARBOR - NIGHT**

In the sky, CARTOON CHARACTERS drift lazily out to sea.

216. **EXT. STREET - THAT MOMENT - NIGHT**

The JOKER'S FORCES scatter. He stands in the middle of the street, barking out orders -- but no one listens. Suddenly his EYES TURN SKYWARD.

. . **INT. BATWING - THAT MOMENT**

BATMAN arcs hard left for another run down Broad Avenue. On the control panel, a TARGETING SYSTEM pinpoints the JOKER's location. BATMAN fingers a RED TRIGGER -- his ROCKET LAUNCHER -- and DIVES DIRECTLY AT THE JOKER.

218. **EXT. STREET - ON JOKER**

He LAUGHS INSANELY as the BATWING bears down. At the last instant he hoists a SUBMACHINE GUN. BULLETS pepper the dome of the cockpit.

BATMAN'S MISSLE goes wide right, EXPLODING on the sidewalk. The JOKER drops to the street, unharmed, as the BATWING swoops past. The rear stabilizer wing is trailing THICK BLACK SMOKE.

219. **INT. BATWING - MOVING - THAT MOMENT**

BATMAN knows he's in trouble. He buckles a parachute around his chest, finds a button on the control panel. THE COCKPIT DOME flies free of the BATWING, leaving BATMAN exposed to the buffeting wind.

220. **EXT. STREET - ON JOKER**

He's scored a hit. He HOWLS IN TRIUMPH. But his maniacal glee is short-lived.

Standing not twenty feet away, in the clearing smoke from the rocket explosion, is an ominous figure in a RED-AND-GREEN GYMNAST'S SUIT.

DICK GRAYSON -- eager for the kill -- sets out in pursuit of the JOKER.

221. **INT. BATWING - MOVING - THAT MOMENT**

BATMAN is losing altitude. HIS CAPE billows wildly around him as he reaches for a SECOND BUTTON -- this one labelled 'EJECT.'

He punches the button. His SEAT disengages. But BATMAN finds himself suddenly JERKED BACKWARD -- INTO THE COCKPIT.

HIS CAPE HAS SNAGGED ON THE EJECTION MECHANISM!!! He clutches frantically at his throat as the plane plummets to earth!

222. **EXT. STREET - THAT MOMENT - NIGHT**

THE JOKER, on the lam, darts around a parade float. DICK vaults onto the float, LAUNCHES HIMSELF into the air, and DROPS the JOKER with a flying tackle. But before he can strike . . . A RESOUNDING CRASH shakes the street.

223. **ANGLE ON BATWING**

The plane lies in pieces on the pavement. FLAMES ERUPT. BATMAN's been thrown free, but he's PINNED BY THE WRECKAGE. It's a matter of seconds until the gasoline tank goes up.

224. **EXT. STREET - ON DICK AND JOKER**

DICK watches in shock. On one side, the killer of his parents. On the other, BATMAN -- who will surely die unless someone pulls him free.

There's only one choice, and they both know it. DICK glares at the JOKER for the merest of seconds, then TURNS HIM LOOSE. MAD LAUGHTER echoes in the streets as the JOKER escapes -- and DICK races off to the BATMAN's aid.

225. **EXT. STREET - A MOMENT LATER - NIGHT**

BATMAN grimaces in agony as DICK struggles to free him. His right leg -- shattered -- is like rubber beneath him. His ribs are crushed. He's barely alive.

Just as they clear the wreckage, the remnants of the Batwing EXPLODE.

BATMAN
The Joker. Is he -- ?

DICK spots an abandoned .38 on the pavement -- left there by one of the JOKER'S GOONS -- and moves to retrieve it.

DICK
Relax. -- He's mine now.

BATMAN
DICK!

THE BATMAN tries to pull himself erect. The pain is unendurable. His body has finally failed him. He collapses on the pavement, powerless to intervene, as DICK races off with the gun in his hand.

226. **EXT. GOTHAM CATHEDRAL - NIGHT**

A BELLTOWER's jagged spire, jutting up into the night sky, piercing the moon. At street level, the JOKER scrambles up the marble steps to the entrance of the old abandoned cathedral. He pulls a WALKIE-TALKIE off his belt.

JOKER
Gotham cathedral. Come and get me.

He forces his way in through heavy paneled doors. A beat. Then DICK GRAYSON appears, hot on his trail, sprinting up the steps two at a time.

227. **INT. CATHEDRAL - A MOMENT LATER - NIGHT**

A huge pipe organ, shattered stained-glass windows, row after row of mahogany pews. DICK enters, spots the JOKER near the pulpit, and squeezes off THREE QUICK SHOTS. The JOKER dives.

Groping his way along the wall, THE JOKER finds a small door opening on a wooden STAIRWAY. He ducks inside and starts up.

DICK sets out after him -- and FREEZES. His GUN drops with a thud. In the second before he slumps to the floor, unconscious, DICK sees a curious sight: a TINY BLACK NINJA WHEEL, imbedded in the flesh of his leg.

Behind him -- framed in the arched doorway -- A RAGGED BLACK GHOST begins his final unholy march down the center aisle of the old cathedral.

228. **INT. CATHEDRAL - BELLTOWER - NIGHT**

A tiny stone chamber, 8'x8', open on four sides to the wind. The enormous church bell has long since been removed.

The JOKER stands in an archway, gazing at the gargoyles on the roof below. He hits a button on the walkie-talkie:

JOKER
Don't land. I'm in the belltower.

229. **INT. HELICOPTER - MOVING - NIGHT**

A PILOT replies through his radio headset.

PILOT
E.T.A. two minutes. Hang on.

230. **INT. STAIRWAY TO BELLTOWER - THAT MOMENT - NIGHT**

BATMAN. Broken, beaten, his right leg useless, he hauls himself up the steps one at a time. He should be dead. Dried blood cakes his face, his chest.

Quaking all over, he tries to draw himself erect . . . and TOPPLES OVER, landing with his full weight on the rotten wood of the belltower stairs.

THE STAIRWAY COLLAPSES, turning to splinters beneath him. And suddenly BATMAN finds himself DANGLING PRECARIOUSLY IN MIDAIR, hanging by one hand to an upper step. It would be so easy to let go.

Then he looks up. At the trapdoor. A mere six feet away. His TEETH CLENCH in a monstrous grimace. WITH AN INHUMAN EFFORT, HE HOISTS HIMSELF UP ONTO THE UPPER STEPS -- and collapses, exhausted.

The trapdoor is a foot above his head. It could be a mile. BATMAN finally realizes he's not going to make it. He reaches down and rips open a Velcro seal on his utility belt, revealing the strange TIMER DEVICE we saw him making earlier. Before he can activate it his hand falls limply at his side.

THE BATMAN is out like a light.

231. **INT. BELLTOWER - THAT MOMENT - NIGHT**

The JOKER hears a noise. He draws his gun, moves to the trapdoor, and lifts it a few inches . . . just enough to see the unconscious form on the stairs.

JOKER
. . . Batman?

No reply. The JOKER lets out a curious snicker. Then, inspired, he steps down THROUGH THE TRAPDOOR and LUGS BATMAN up into the belltower. He props his nemesis up against a wall and -- almost tenderly -- pats his face.

JOKER (cont.)
Batman? Batman?

THE BATMAN's lips part. But he's too weak to speak.

JOKER (cont.)
I thought you'd be more comfortable in the belfry.
(chuckling to himself)
Before I kill you I'd like to see who you are. Okay?

BATMAN moans. The JOKER takes it as a yes, reaches over to undo his cowl -- and BRUCE WAYNE stares up with dulled, sightless eyes. The JOKER moistens a purple handkerchief and dabs at the caked blood on BRUCE's face.

JOKER (cont.)
Oh my, aren't we pretty.
(brightening suddenly)
I know you! You're the rich boy!!

The JOKER is vastly tickled by this discovery. He claps his hands in glee.

JOKER (cont.)
I can't believe it. There's only one explanation. You're nuts! You're totally insane!
(practically dancing)
You know, we should've sat down and had us a little heart-to-heart. I bet we would have got on famously.

BATMAN
. . . Murderer . . .

JOKER
Bruce, we're both murderers. Think how many people you've killed by letting me live.

A SPOTLIGHT cuts through the night sky. The JOKER hears his helicopter approaching in the distance.

BRUCE reaches down furtively. Finds the timer on his utility belt. FLICKS A SWITCH . . . and the countdown begins.

The JOKER pulls a straight razor from his pocket and opens it gingerly.

JOKER (cont.)
I'll make it very, very quick. Now relax. The bat's in his belfry, all's right with the world . . .

Suddenly BRUCE reaches out and GRABS HIS LAPELS in a death grip. The JOKER is momentarily amused by this seeming display of affection.

JOKER (cont.)
Why, Bruce . . .

Then he hears ticking.

Looks down at the flashing digital display on BRUCE's belt. 26 seconds. 25.

He SHRIEKS HORRIFICALLY and DROPS THE RAZOR, sprawling back on the floor of the belfry. BRUCE is wearing a great big Joker smile.

JOKER
IT'S NOT FUNNY!!!

BRUCE
No . . . sense . . . of humor?

The JOKER reaches out for the ticking bomb -- and hesitates. Better not.

He can see the copter approaching now, slicing through the clouds. He screams, waves a flashlight in the air: his signal beacon. 0:20 and counting.

His eyes fall on the trapdoor. He races over, flings it open, starts down the stairs in a frenzy. But there are no stairs. They've collapsed. 0:16 and counting.

Shrieking, the JOKER turns back and makes for the open stone archway. The copter is directly overhead. A rope ladder drops from its belly.

232. **EXT. BELLTOWER - THAT MOMENT**

The copter descends, its whirling blades stirring up a windstorm on the roof of the old abandoned cathedral. DEAD LEAVES rise and swirl in the churning air.

233. **INT. BELLTOWER**

The JOKER makes a futile grab at the rope ladder, almost losing his balance. He gestures wildly for the copter to make another pass. 0:12 to go.

234. **EXT. BELLTOWER**

A maelstrom of swirling leaves. And now, among the leaves -- roused from their resting place in the rotten rafters of the old cathedral --

-- A HORDE OF SQUEALING, CHITTERING BATS!! Filling the air like a black cloud, HUNDREDS OF THEM, taking flight in blind uncomprehending fury --

235. **INT. BELLTOWER**

The JOKER leaps into empty space, grabs hold of the ladder, cackles in mad triumph --

-- AND SUDDENLY THE BELLTOWER IS FULL OF BATS. A SCREECHING SWARM, HIDEOUS, BLACK-WINGED -- SWOOPING THROUGH THE ARCH-WAYS, ENGULFING THE JOKER --

-- WHO SCREAMS IN TERROR -- LETS GO OF THE LADDER --

-- and plunges into the night.

TIGHT ON BATMAN. Six seconds remain. There is still time if he makes his choice now.

Surrounded by the flapping of leathery wings, his body working on pure adrenaline, he unbuckles the belt and HEAVES IT out into the darkness.

It snags on the bottom rung of the dangling rope ladder.

236. **INT. HELICOPTER - POV CO-PILOT**

The CO-PILOT is hanging out one side of the copter, just enough to see what's going on.

CO-PILOT
PULL UP!! PULL --

237. **EXT. CHURCHYARD - OVERHEAD ANGLE**

It's as if time has stopped. The world has grown suddenly silent. We're looking down at the JOKER, whose body lies splayed and broken on the flagstone surface of the churchyard. Slowly, elegantly -- we have all the time in the world, now -- we DRIFT DOWNWARD, closer, until his FACE FILLS THE SCREEN, the familiar chilling grin still intact.

Sad clown, A-one crazy boy, staring aimlessly at the stars. Suddenly his face is bathed in a brilliant gasoline GLOW.

238. **POV JOKER**

Looking up he sees a beautiful display of fireworks, bursting and burning, spirals of color snaking through the sky as the helicopter explodes in eerie silence.

239. **REVERSE ANGLE - THE JOKER'S FACE**

It's lovely. The JOKER's expression is happy, almost childlike, as he gazes up at this private show. Gradually, though, the bright colors fade; and the JOKER's face begins to relax, the twisted grin dissolving at last as darkness sets in.

FADE THROUGH TO:

240. **EXT. CITY HALL - NIGHT**

COMMISSIONER GORDON facing a herd of TV REPORTERS.

GORDON
I don't know who he was, or why he did it -- but this city is in his debt. Batman -- if you're alive -- if you're listening -- thank you.

241. **EXT. CEMETERY - DAY**

VICKI at a fresh gravesite. She places a FLORAL ARRANGEMENT in the urn at the head of the grave and stands back to examine it.

VICKI
I loved you too.

As soon as the words come out, she begins to CRY. Then she gets hold of herself, turns up her collar, and goes.

The headstone reads: "ALEXANDER KNOX, 1956-1987."

CUT TO:

242. **INT. WAYNE MANOR - STUDY - DAY**

ALFRED, in his apron, on the phone.

ALFRED
No, Mr. Wayne is in Thailand. I'm afraid he's quite unreachable.

243. **INT. WAYNE MANOR - DAY**

The glass-enclosed room which houses BRUCE's Olympic-sized SWIMMING POOL. Outside, snow is falling.

In the pool, on an inflatable rubber raft, is BRUCE WAYNE. Beside him, waist-deep is the water, is VICKI -- helping him rehabilitate his leg and shoulder.

VICKI
I don't know why I'm doing this. I half wish you'd stay a cripple.

BRUCE
I hope you don't mean that.

VICKI
I don't, but . . . I do. It's just . . . I love you, Bruce. I just want to believe that -- all this is over.

BRUCE
Vicki. Do you love half of me? Or all of me?

He takes her hand. It's a hard question for VICKI to answer. She thinks it over for several beats, then SMILES . . . SLOWLY, SADLY.

VICKI
I guess you did it, didn't you. You saved everyone.
(pause)
Almost.

He stares deeply into her eyes, and pulls her over in a tight embrace.

BRUCE
I'd given up, Vicki. Don't you understand?
(smiling)
You saved me.

244. **INT. BATCAVE - THAT MOMENT - DAY**

DICK GRAYSON stands at the brink of the bottomless pit and looks up at the GYMNAST'S RINGS suspended overhead. He sets his jaw and then -- with only a moment's hesitation -- LEAPS INTO THE VOID.

His hands find the rings. He launches himself HIGH INTO THE AIR and does a spectacular TRIPLE SOMERSAULT, catching the rings on his way down.

Exhilarated, he makes a perfect landing on the edge of the pit. 10-point-0. A SMILE OF PLEASURE comes to his lips.

CUT TO:

245. **EXT. ROOFTOP - GOTHAM CITY - NIGHT**

A dark, moonless night. CAMERA DRIFTS across the rooftop, settling finally on the broad back of a BLACK-CAPED FIGURE poised at the edge of the roof, gazing down on the sparkling city lights below.

A SECOND FIGURE enters frame. We get a brief glimpse of his RED-AND-GREEN SUIT in the seconds before our EYES TURN SKYWARD . . . to the SEARING YELLOW SPOTLIGHT sweeping through the clouds. In its center: the VAST BLACK SILHOUETTE of a BAT, wings extended, DOMINATING the sky.

We HOLD on the GLARING BAT-SIGNAL as BATMAN and ROBIN vanish over the edge of the roof, plunging down toward new adventures as we

FADE OUT.

THE END